

**Exhibit 1**

(Monthly Compensation and Staffing Report for the Period from November 30, 2020 to December 31, 2020)

| <b>Summary of Compensation for the period of November 30, 2020 through December 31, 2020</b> |                          |                 |                     |                        |                          |               |
|--|--------------------------|-----------------|---------------------|------------------------|--------------------------|---------------|
| <b>Project Name</b>  | <b>Professional Fees</b> | <b>Expenses</b> | <b>Total</b>        | <b>Deposit Applied</b> | <b>Payments Received</b> | <b>Unpaid</b> |
| YouFit III BK - CRO  | \$125,000.00             | \$0.00          | \$125,000.00        | \$0.00                 | \$125,000.00             | \$0.00        |
| YouFit III BK - Others   | \$381,748.00             | \$182.25        | \$381,930.25        | \$0.00                 | \$381,930.25             | \$0.00        |
| <b>Totals:</b>   | <b>\$506,748.00</b>      | <b>\$182.25</b> | <b>\$506,930.25</b> | <b>\$0.00</b>          | <b>\$506,930.25</b>      | <b>\$0.00</b> |

**Phoenix Management**

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Filters Used:

- Time Entry Date: 11/30/2020 to 12/31/2020
- Project ID: YouFit III - BK: to YouFit III - BK:

\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date       | Employee  | Description   | Hrs         | B-Hrs       | Amount            | *   |
|--|------------|-----------|---|-------------|-------------|-------------------|---|
| <b><u>Administration - Fee Application</u></b> |            |           |   |             |             |                   |   |
| <b><u>A Mink</u></b>                           |            |           |   |             |             |                   |   |
| Wed  | 12/9/2020  | A Mink    | Administration - Fee Application  | 0.50        | 0.50        | \$262.50          |    |
|  |            |           | Call with N. Ballen - GT Law, and K. Landis regarding monthly staffing report and fees.     |             |             |                   |   |
| Wed  | 12/9/2020  | A Mink    | Administration - Fee Application  | 0.20        | 0.20        | \$105.00          |    |
|  |            |           | Call with K Landis and S Miller for next steps regarding staffing report and fee statement. |             |             |                   |   |
| <b>A Mink Total:</b>                           |            |           |   | <b>0.70</b> | <b>0.70</b> | <b>\$367.50</b>   |   |
| <b><u>K Landis</u></b>                         |            |           |   |             |             |                   |   |
| Wed  | 12/9/2020  | K Landis  | Administration - Fee Application  | 0.50        | 0.50        | \$97.50           |    |
|  |            |           | Call with A Mink and N Ballen - GT Law regarding monthly staffing report and fees.          |             |             |                   |   |
| Wed  | 12/9/2020  | K Landis  | Administration - Fee Application  | 0.20        | 0.20        | \$39.00           |  |
|  |            |           | Call with A Mink and S Miller for next steps regarding staffing report and fee statement.   |             |             |                   |   |
| <b>K Landis Total:</b>                         |            |           |   | <b>0.70</b> | <b>0.70</b> | <b>\$136.50</b>   |   |
| <b><u>M Karbner</u></b>                        |            |           |   |             |             |                   |   |
| Wed  | 12/30/2020 | M Karbner | Administration - Fee Application  | 0.60        | 0.60        | \$297.00          |  |
|  |            |           | Review/comment of Fee App   |             |             |                   |   |
| <b>M Karbner Total:</b>                        |            |           |   | <b>0.60</b> | <b>0.60</b> | <b>\$297.00</b>   |   |
| <b><u>S Miller</u></b>                         |            |           |   |             |             |                   |   |
| Wed  | 12/9/2020  | S Miller  | Administration - Fee Application  | 0.20        | 0.20        | \$33.00           |  |
|  |            |           | Call with A Mink and K Landis for next steps regarding staffing report and fee statement.   |             |             |                   |   |
| Fri  | 12/11/2020 | S Miller  | Administration - Fee Application  | 2.10        | 2.10        | \$346.50          |  |
|  |            |           | Prepare 1st monthly fee statement   |             |             |                   |   |
| Wed  | 12/16/2020 | S Miller  | Administration - Fee Application  | 0.30        | 0.30        | \$49.50           |  |
|  |            |           | Updates to the 1st monthly fee statement  |             |             |                   |   |
| Wed  | 12/30/2020 | S Miller  | Administration - Fee Application  | 0.90        | 0.90        | \$148.50          |  |
|  |            |           | Edits to First Monthly Fee Statement  |             |             |                   |   |
| Wed  | 12/30/2020 | S Miller  | Administration - Fee Application  | 0.30        | 0.30        | \$49.50           |  |
|  |            |           | Prepare for next monthly fee statement  |             |             |                   |   |
| <b>S Miller Total:</b>                         |            |           |   | <b>3.80</b> | <b>3.80</b> | <b>\$627.00</b>   |   |
| <b>Administration - Fee Application Total:</b> |            |           |   | <b>5.80</b> | <b>5.80</b> | <b>\$1,428.00</b> |   |

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- Project ID: YouFit III - BK: to YouFit III - BK:

\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date       | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|---|------------|----------|---|------|-------|----------|---|
| <b><i>Analysis of Debtor's business</i></b> |            |          |   |      |       |          |   |
| <b><i>K Landis</i></b>                      |            |          |   |      |       |          |   |
| Mon   | 11/30/2020 | K Landis | Analysis of Debtor's business   | 0.30 | 0.30  | \$58.50  |    |
|   |            |          | Downloaded and incorporated YF's Performance Index into the Compiled Performance Index Presentation.  |      |       |          |   |
| Mon   | 11/30/2020 | K Landis | Analysis of Debtor's business   | 0.20 | 0.20  | \$39.00  |    |
|   |            |          | Downloaded and incorporated Motus's recent spend and customer acquisition statistics into the Compiled Performance Index Presentation.                  |      |       |          |   |
| Mon   | 11/30/2020 | K Landis | Analysis of Debtor's business   | 0.80 | 0.80  | \$156.00 |    |
|   |            |          | Updated the Compiled Performance Index Presentation's charts, tables, and statistics to reflect the most recent Motus spend and Performance Index data. |      |       |          |   |
| Thur  | 12/3/2020  | K Landis | Analysis of Debtor's business   | 0.20 | 0.20  | \$39.00  |  |
|   |            |          | Downloaded and incorporated Motus's recent spend and customer acquisition statistics into the Compiled Performance Index Presentation.                  |      |       |          |   |
| Thur  | 12/3/2020  | K Landis | Analysis of Debtor's business   | 1.10 | 1.10  | \$214.50 |  |
|   |            |          | Updated the Compiled Performance Index Presentation's charts, tables, and statistics to reflect the most recent Motus spend and Performance Index data. |      |       |          |   |
| Thur  | 12/3/2020  | K Landis | Analysis of Debtor's business   | 0.30 | 0.30  | \$58.50  |  |
|   |            |          | Downloaded and incorporated YF's Performance Index into the Compiled Performance Index Presentation.  |      |       |          |   |
| Fri   | 12/4/2020  | K Landis | Analysis of Debtor's business   | 1.10 | 1.10  | \$214.50 |  |
|   |            |          | Incorporated the daily reopening data into the Weekly Progress Report.  |      |       |          |   |
| Fri   | 12/4/2020  | K Landis | Analysis of Debtor's business   | 0.30 | 0.30  | \$58.50  |  |
|   |            |          | Downloaded YouFit's daily reopening data for the reopening progress dashboard.  |      |       |          |   |
| Mon   | 12/7/2020  | K Landis | Analysis of Debtor's business   | 0.60 | 0.60  | \$117.00 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                                  | Date       | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|--------------------------------------|------------|----------|---|------|-------|----------|---|
| <i>Analysis of Debtor's business</i> |            |          |   |      |       |          |   |
|                                      |            |          | Updated the Compiled Performance Index Presentation's charts, tables, and statistics to reflect the most recent Motus spend and Performance Index data. |      |       |          |   |
| Mon                                  | 12/7/2020  | K Landis | Analysis of Debtor's business   | 0.40 | 0.40  | \$78.00  |    |
|                                      |            |          | Downloaded and incorporated YF's Performance Index into the Compiled Performance Index Presentation.  |      |       |          |   |
| Mon                                  | 12/7/2020  | K Landis | Analysis of Debtor's business   | 0.10 | 0.10  | \$19.50  |    |
|                                      |            |          | Downloaded and incorporated Motus's recent spend and customer acquisition statistics into the Compiled Performance Index Presentation.                  |      |       |          |   |
| Tues                                 | 12/8/2020  | K Landis | Analysis of Debtor's business   | 0.10 | 0.10  | \$19.50  |  |
|                                      |            |          | Downloaded, reviewed, and distributed You Fit's internal Performance Index from their Google Sheets.  |      |       |          |   |
| Wed                                  | 12/9/2020  | K Landis | Analysis of Debtor's business   | 0.70 | 0.70  | \$136.50 |  |
|                                      |            |          | Incorporated the daily reopening data into the Weekly Progress Report.  |      |       |          |   |
| Wed                                  | 12/9/2020  | K Landis | Analysis of Debtor's business   | 0.20 | 0.20  | \$39.00  |  |
|                                      |            |          | Downloaded YouFit's daily reopening data for the reopening progress dashboard.  |      |       |          |   |
| Thur                                 | 12/10/2020 | K Landis | Analysis of Debtor's business   | 1.20 | 1.20  | \$234.00 |  |
|                                      |            |          | Updated the Compiled Performance Index Presentation's charts, tables, and statistics to reflect the most recent Motus spend and Performance Index data. |      |       |          |   |
| Thur                                 | 12/10/2020 | K Landis | Analysis of Debtor's business   | 0.20 | 0.20  | \$39.00  |  |
|                                      |            |          | Downloaded and incorporated Motus's recent spend and customer acquisition statistics into the Compiled Performance Index Presentation.                  |      |       |          |   |
| Thur                                 | 12/10/2020 | K Landis | Analysis of Debtor's business   | 0.30 | 0.30  | \$58.50  |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                                  | Date       | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|--------------------------------------|------------|----------|---|------|-------|----------|---|
| <i>Analysis of Debtor's business</i> |            |          |   |      |       |          |   |
|                                      |            |          | Downloaded and incorporated YF's Performance Index into the Compiled Performance Index Presentation.  |      |       |          |   |
| Fri                                  | 12/11/2020 | K Landis | Analysis of Debtor's business   | 0.20 | 0.20  | \$39.00  |    |
|                                      |            |          | Downloaded, reviewed, and distributed You Fit's internal Performance Index from their Google Sheets.  |      |       |          |   |
| Mon                                  | 12/14/2020 | K Landis | Analysis of Debtor's business   | 0.50 | 0.50  | \$97.50  |    |
|                                      |            |          | Updated the Compiled Performance Index Presentation's charts, tables, and statistics to reflect the most recent Motus spend and Performance Index data. |      |       |          |   |
| Mon                                  | 12/14/2020 | K Landis | Analysis of Debtor's business   | 0.20 | 0.20  | \$39.00  |   |
|                                      |            |          | Downloaded and incorporated Motus's recent spend and customer acquisition statistics into the Compiled Performance Index Presentation.                  |      |       |          |   |
| Mon                                  | 12/14/2020 | K Landis | Analysis of Debtor's business   | 0.20 | 0.20  | \$39.00  |  |
|                                      |            |          | Downloaded and incorporated YF's Performance Index into the Compiled Performance Index Presentation.  |      |       |          |   |
| Tues                                 | 12/15/2020 | K Landis | Analysis of Debtor's business   | 0.80 | 0.80  | \$156.00 |  |
|                                      |            |          | Incorporated the daily reopening data into the Weekly Progress Report.  |      |       |          |   |
| Tues                                 | 12/15/2020 | K Landis | Analysis of Debtor's business   | 0.20 | 0.20  | \$39.00  |  |
|                                      |            |          | Downloaded, reviewed, and distributed YouFit's internal Performance Index from their Google Sheets.   |      |       |          |   |
| Tues                                 | 12/15/2020 | K Landis | Analysis of Debtor's business   | 0.30 | 0.30  | \$58.50  |  |
|                                      |            |          | Downloaded YouFit's daily reopening data for the reopening progress dashboard.  |      |       |          |   |
| Thur                                 | 12/17/2020 | K Landis | Analysis of Debtor's business   | 0.10 | 0.10  | \$19.50  |  |
|                                      |            |          | Downloaded and incorporated Motus's recent spend and customer acquisition statistics into the Compiled Performance Index Presentation.                  |      |       |          |   |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date       | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|---|------------|----------|---|------|-------|----------|---|
| <i><u>Analysis of Debtor's business</u></i> |            |          |   |      |       |          |   |
| Thur  | 12/17/2020 | K Landis | Analysis of Debtor's business   | 0.20 | 0.20  | \$39.00  |    |
|   |            |          | Downloaded and incorporated YF's Performance Index into the Compiled Performance Index Presentation.  |      |       |          |   |
| Thur  | 12/17/2020 | K Landis | Analysis of Debtor's business   | 0.90 | 0.90  | \$175.50 |    |
|   |            |          | Updated the Compiled Performance Index Presentation's charts, tables, and statistics to reflect the most recent Motus spend and Performance Index data. |      |       |          |   |
| Mon   | 12/21/2020 | K Landis | Analysis of Debtor's business   | 0.60 | 0.60  | \$117.00 |    |
|   |            |          | Updated the Compiled Performance Index Presentation's charts, tables, and statistics to reflect the most recent Motus spend and Performance Index data. |      |       |          |   |
| Mon   | 12/21/2020 | K Landis | Analysis of Debtor's business   | 0.10 | 0.10  | \$19.50  |  |
|   |            |          | Downloaded and incorporated YF's Performance Index into the Compiled Performance Index Presentation.  |      |       |          |   |
| Mon   | 12/21/2020 | K Landis | Analysis of Debtor's business   | 0.30 | 0.30  | \$58.50  |  |
|   |            |          | Downloaded and incorporated Motus's recent spend and customer acquisition statistics into the Compiled Performance Index Presentation.                  |      |       |          |   |
| Tues  | 12/22/2020 | K Landis | Analysis of Debtor's business   | 0.20 | 0.20  | \$39.00  |  |
|   |            |          | Downloaded, reviewed, and distributed YouFit's internal Performance Index from their Google Sheets.   |      |       |          |   |
| Mon   | 12/28/2020 | K Landis | Analysis of Debtor's business   | 0.20 | 0.20  | \$39.00  |  |
|   |            |          | Downloaded and incorporated Motus's recent spend and customer acquisition statistics into the Compiled Performance Index Presentation.                  |      |       |          |   |
| Mon   | 12/28/2020 | K Landis | Analysis of Debtor's business   | 0.20 | 0.20  | \$39.00  |  |
|   |            |          | Downloaded and incorporated YF's Performance Index into the Compiled Performance Index Presentation.  |      |       |          |   |
| Mon   | 12/28/2020 | K Landis | Analysis of Debtor's business   | 0.90 | 0.90  | \$175.50 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                                  | Date       | Employee     | Description   | Hrs          | B-Hrs        | Amount            | *   |
|--------------------------------------|------------|--------------|---|--------------|--------------|-------------------|---|
| <i>Analysis of Debtor's business</i> |            |              |   |              |              |                   |   |
|                                      |            |              | Updated the Compiled Performance Index Presentation's charts, tables, and statistics to reflect the most recent Motus spend and Performance Index data. |              |              |                   |   |
| Tues                                 | 12/29/2020 | K Landis     | Analysis of Debtor's business   | 0.40         | 0.40         | \$78.00           |    |
|                                      |            |              | Downloaded YouFit's daily reopening data for the reopening progress dashboard.  |              |              |                   |   |
| Tues                                 | 12/29/2020 | K Landis     | Analysis of Debtor's business   | 0.90         | 0.90         | \$175.50          |    |
|                                      |            |              | Incorporated the daily reopening data into the Weekly Progress Report.  |              |              |                   |   |
| Tues                                 | 12/29/2020 | K Landis     | Analysis of Debtor's business   | 0.20         | 0.20         | \$39.00           |    |
|                                      |            |              | Downloaded, reviewed, and distributed You Fit's internal Performance Index from their Google Sheets.  |              |              |                   |   |
| Thur                                 | 12/31/2020 | K Landis     | Analysis of Debtor's business   | 0.70         | 0.70         | \$136.50          |  |
|                                      |            |              | Updated the Compiled Performance Index Presentation's charts, tables, and statistics to reflect the most recent Motus spend and Performance Index data. |              |              |                   |   |
| Thur                                 | 12/31/2020 | K Landis     | Analysis of Debtor's business   | 0.10         | 0.10         | \$19.50           |  |
|                                      |            |              | Downloaded and incorporated Motus's recent spend and customer acquisition statistics into the Compiled Performance Index Presentation.                  |              |              |                   |   |
| Thur                                 | 12/31/2020 | K Landis     | Analysis of Debtor's business   | 0.10         | 0.10         | \$19.50           |  |
|                                      |            |              | Downloaded and incorporated YF's Performance Index into the Compiled Performance Index Presentation.  |              |              |                   |   |
| <b>K Landis Total:</b>               |            |              |   | <b>16.60</b> | <b>16.60</b> | <b>\$3,237.00</b> |   |
| <i>M Karbiner</i>                    |            |              |   |              |              |                   |   |
| Tues                                 | 12/8/2020  | M Karbiner   | Analysis of Debtor's business   | 0.50         | 0.50         | \$247.50          |  |
|                                      |            |              | Call with B Gleason, R Gayle re: bid valuation review   |              |              |                   |   |
| <b>M Karbiner Total:</b>             |            |              |   | <b>0.50</b>  | <b>0.50</b>  | <b>\$247.50</b>   |   |
| <i>Rodney Gayle</i>                  |            |              |   |              |              |                   |   |
| Tues                                 | 12/8/2020  | Rodney Gayle | Analysis of Debtor's business   | 0.50         | 0.50         | \$262.50          |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                                  | Date | Employee | Description   | Hrs          | B-Hrs        | Amount            | * |
|--------------------------------------|------|----------|---|--------------|--------------|-------------------|---|
| <i>Analysis of Debtor's business</i> |      |          |   |              |              |                   |   |
|                                      |      |          | Call with B Gleason, M Karbiner re:<br>bid valuation review |              |              |                   |   |
|                                      |      |          | <b>Rodnev Gavle Total:</b>                                  | <b>0.50</b>  | <b>0.50</b>  | <b>\$262.50</b>   |   |
|                                      |      |          | <b>Analysis of Debtor's business Total:</b>                 | <b>17.60</b> | <b>17.60</b> | <b>\$3,747.00</b> |   |

*Analysis of Motions and Docket Review*M Karbiner

|      |            |            |  |             |             |                   |   |
|------|------------|------------|--|-------------|-------------|-------------------|---|
| Mon  | 12/7/2020  | M Karbiner | Analysis of Motions and Docket Review<br>Review info (Contracts and summary) for Local Management and IGT contract rejection | 0.40        | 0.40        | \$198.00          |    |
| Tues | 12/8/2020  | M Karbiner | Analysis of Motions and Docket Review<br>Review Lease cure objections  | 0.30        | 0.30        | \$148.50          |    |
| Tues | 12/8/2020  | M Karbiner | Analysis of Motions and Docket Review<br>Review/comment of non-Landlord cure objections                                      | 0.20        | 0.20        | \$99.00           |    |
| Fri  | 12/11/2020 | M Karbiner | Analysis of Motions and Docket Review<br>Review CIGNA objection/cure info  | 0.20        | 0.20        | \$99.00           |  |
| Fri  | 12/11/2020 | M Karbiner | Analysis of Motions and Docket Review<br>Review Lease Cure objection reconciliation  | 0.40        | 0.40        | \$198.00          |  |
| Tues | 12/15/2020 | M Karbiner | Analysis of Motions and Docket Review<br>Review/comment of Cure/Assumption schedules   | 0.70        | 0.70        | \$346.50          |  |
| Mon  | 12/21/2020 | M Karbiner | Analysis of Motions and Docket Review<br>Review/comment of Designation Notice list   | 0.40        | 0.40        | \$198.00          |  |
| Mon  | 12/28/2020 | M Karbiner | Analysis of Motions and Docket Review<br>Review communication from N. Ballen re OCP declarations                             | 0.30        | 0.30        | \$148.50          |  |
| Tues | 12/29/2020 | M Karbiner | Analysis of Motions and Docket Review<br>Review/comment of OCP declaration detail summary schedule                           | 0.60        | 0.60        | \$297.00          |  |
|      |            |            | <b>M Karbiner Total:</b>   | <b>3.50</b> | <b>3.50</b> | <b>\$1,732.50</b> |   |

Rodney Gayle

|      |            |              |   |      |      |          |   |
|------|------------|--------------|---|------|------|----------|---|
| Wed  | 12/2/2020  | Rodney Gayle | Analysis of Motions and Docket Review<br>Review motions   | 0.30 | 0.30 | \$157.50 |  |
| Fri  | 12/11/2020 | Rodney Gayle | Analysis of Motions and Docket Review<br>Review docket, claims submissions, objections                | 0.30 | 0.30 | \$157.50 |  |
| Tues | 12/15/2020 | Rodney Gayle | Analysis of Motions and Docket Review<br>Review/research/reply re: class action objection from E Howe | 0.80 | 0.80 | \$420.00 |  |



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
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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date       | Employee     | Description                                  | Hrs  | B-Hrs | Amount     | *   |
|---|------------|--------------|--|------|-------|------------|---|
| <b><u>Analysis of Motions and Docket Review</u></b> |            |              |  |      |       |            |   |
| Wed   | 12/23/2020 | Rodney Gayle | Analysis of Motions and Docket Review        | 0.90 | 0.90  | \$472.50   |  |
|   |            |              | Review/research re: sale hearing, objections |      |       |            |   |
| Sun   | 12/27/2020 | Rodney Gayle | Analysis of Motions and Docket Review        | 0.40 | 0.40  | \$210.00   |  |
|   |            |              | Review/reply Second Omnibus Motion to Reject |      |       |            |   |
| Rodney Gayle Total:                                 |            |              |  | 2.70 | 2.70  | \$1,417.50 |   |
| Analysis of Motions and Docket Review Total:        |            |              |  | 6.20 | 6.20  | \$3,150.00 |   |

**Assist in Prep/Review schedules, SOFAs, 1st day Motions****A Mink**

|      |            |        |  |      |      |            |   |
|------|------------|--------|--|------|------|------------|---|
| Mon  | 11/30/2020 | A Mink | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.80 | 0.80 | \$420.00   |    |
|      |            |        | Call with R Gayle, M Karbiner (partial), P Bellot (partial), K Doyle (partial), D Mayer (partial), Donlin (A Logan, K Wagner) re: review schedule 9.55, schedule G, SOFA 7 |      |      |            |   |
| Mon  | 11/30/2020 | A Mink | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.70 | 0.70 | \$367.50   |  |
|      |            |        | Prep for call with Phoenix, YouFit, & Donlin re: review schedule 9.55, schedule G, SOFA 7  |      |      |            |   |
| Mon  | 11/30/2020 | A Mink | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 1.50 | 1.50 | \$787.50   |  |
|      |            |        | Call with DRC, K Doyle, M Karbiner, and D Mayer to discuss open items on SOALs regarding leases  |      |      |            |   |
| Mon  | 11/30/2020 | A Mink | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.90 | 0.90 | \$472.50   |  |
|      |            |        | Prep for call with DRC, Phoenix, & YouFit to discuss open items on SOALs regarding leases  |      |      |            |   |
| Mon  | 11/30/2020 | A Mink | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.30 | 0.30 | \$157.50   |  |
|      |            |        | Call with DRC, K. Doyle P Bellot, R Gayle M Karbiner (partial) to discuss open items on SOALs  |      |      |            |   |
| Tues | 12/1/2020  | A Mink | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 1.30 | 1.30 | \$682.50   |  |
|      |            |        | Review A/P schedule and make comments for follow up.   |      |      |            |   |
| Tues | 12/1/2020  | A Mink | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 2.70 | 2.70 | \$1,417.50 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date      | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|--|-----------|----------|--|------|-------|----------|---|
| <i>Assist in Prep/Review schedules, SOFAs, 1st day Motions</i> |           |          |  |      |       |          |   |
|  |           |          | Meeting with K Wagner and A Logan of DRC, D Mayer of YouFit, M Karbiner and K Doyle of Phoenix on SOAL review. Reviewed all schedules completed to date and those in process requiring further work. |      |       |          |   |
| Wed  | 12/2/2020 | A Mink   | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 1.00 | 1.00  | \$525.00 |    |
|  |           |          | Call with R Gayle, M Karbiner (partial), K Doyle (Partial), D Mayer, P Bellot (partial) re: A/P Schedule data analysis, pre/post-petition splits   |      |       |          |   |
| Wed  | 12/2/2020 | A Mink   | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.70 | 0.70  | \$367.50 |    |
|  |           |          | AP & Rent Call to discuss open items for the SOFA schedules with D Mayer, B Bermudez, K Doyle, M Karbiner, R Gayle, and P Bellot   |      |       |          |   |
| Thur   | 12/3/2020 | A Mink   | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 1.40 | 1.40  | \$735.00 |  |
|  |           |          | Prep for meeting with Phoenix, GT, DRC re SOFA & SOAL open items.  |      |       |          |   |
| Thur   | 12/3/2020 | A Mink   | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.90 | 0.90  | \$472.50 |  |
|  |           |          | Call with M Karbiner, K Doyle, GT and DRC to discuss remaining open items in SOFA & SOALS.   |      |       |          |   |
| Thur   | 12/3/2020 | A Mink   | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.80 | 0.80  | \$420.00 |  |
|  |           |          | Call with M Karbiner, R Gayle, K Doyle re: open issues with schedules on SOAL/SOFA   |      |       |          |   |
| Thur   | 12/3/2020 | A Mink   | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.90 | 0.90  | \$472.50 |  |
|  |           |          | Review drafts of SOAL and SOFA with K. Wagner from DRC and make real time corrections  |      |       |          |   |
| Thur   | 12/3/2020 | A Mink   | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 1.30 | 1.30  | \$682.50 |  |
|  |           |          | Draft input for Global notes   |      |       |          |   |
| Thur   | 12/3/2020 | A Mink   | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 1.50 | 1.50  | \$787.50 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date      | Employee | Description   | Hrs  | B-Hrs | Amount     | *   |
|--|-----------|----------|---|------|-------|------------|---|
| <i>Assist in Prep/Review schedules, SOFAs, 1st day Motions</i> |           |          |   |      |       |            |   |
|  |           |          | Conference call with K. Wagner from DOC and David Mayer on cleaning up issues with the SOAL and SOFA schedules  |      |       |            |   |
| Fri  | 12/4/2020 | A Mink   | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 1.30 | 1.30  | \$682.50   |    |
|  |           |          | Start to review latest draft of the SOAL and SOFA including prepare summary of SOAL to be used in the walk through with B. Gleason scheduled for later in the day |      |       |            |   |
| Fri  | 12/4/2020 | A Mink   | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.50 | 0.50  | \$262.50   |    |
|  |           |          | Call with K Doyle & DRC to discuss changes to the SOFA & Schedule   |      |       |            |   |
| Fri  | 12/4/2020 | A Mink   | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.50 | 0.50  | \$262.50   |  |
|  |           |          | Call with K Doyle, M Karbiner, and GT to discuss open items on SOFA & how to reflect them properly  |      |       |            |   |
| Fri  | 12/4/2020 | A Mink   | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 3.20 | 3.20  | \$1,680.00 |  |
|  |           |          | Further review of drafts of SOAL and SOFA. Clear Brian Gleason review comments, comments from Lawyers. Several drafts updated with K. Wagner from DRC             |      |       |            |   |
| Fri  | 12/4/2020 | A Mink   | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.60 | 0.60  | \$315.00   |  |
|  |           |          | Call with K Doyle to walk through open items & changes to be made to the SOFA & schedules   |      |       |            |   |
| Fri  | 12/4/2020 | A Mink   | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.70 | 0.70  | \$367.50   |  |
|  |           |          | Call with B Gleason, M Karbiner, R Gayle, K Doyle (partial), D Mayer, B Bermudez, re: SOAL/SOFA review, CRO questions, open issues, follow-ups                    |      |       |            |   |
| Sat  | 12/5/2020 | A Mink   | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 2.60 | 2.60  | \$1,365.00 |  |

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



**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day | Date | Employee | Description | Hrs | B-Hrs | Amount | * |
|-----|------|----------|-------------|-----|-------|--------|---|
|-----|------|----------|-------------|-----|-------|--------|---|

Assist in Prep/Review schedules, SOFAs, 1st day Motions

|               |            |        |  |       |       |             |   |
|---------------|------------|--------|--|-------|-------|-------------|---|
|               |            |        | Reviewed and commented on the first draft of the Global notes including combining comments from other Phoenix team members into one document after reviewing the comments                      |       |       |             |   |
| Sun           | 12/6/2020  | A Mink | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 2.20  | 2.20  | \$1,155.00  |    |
|               |            |        | Reviewed/updated latest draft of the SOAL and SOFA templates issued by DRC including various comments which were implemented into the schedules, prepared a recap sheet of all major responses |       |       |             |   |
| Sun           | 12/6/2020  | A Mink | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 1.60  | 1.60  | \$840.00    |   |
|               |            |        | Reviewed and commented on second draft of Global notes after changes were made by GT.  |       |       |             |   |
| Thur          | 12/17/2020 | A Mink | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.20  | 0.20  | \$105.00    |  |
|               |            |        | Call with B Gleason, M Karbiner, R Gayle, K Doyle, D Mayer re: follow-ups/next steps re: SOAL/SOFAs, MORs, Transition update   |       |       |             |   |
| A Mink Total: |            |        |  | 30.10 | 30.10 | \$15,802.50 |   |

K Doyle

|     |            |         |  |      |      |          |   |
|-----|------------|---------|--|------|------|----------|---|
| Mon | 11/30/2020 | K Doyle | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 1.50 | 1.50 | \$397.50 |  |
|     |            |         | Call with DRC, A Mink, M Karbiner, and D Mayer to discuss open items on SOALs regarding leases |      |      |          |   |
| Mon | 11/30/2020 | K Doyle | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.30 | 0.30 | \$79.50  |  |
|     |            |         | Call with DRC, A Mink, P Bellot, R Gayle, M Karbiner (Partial) to discuss open items on SOALs  |      |      |          |   |
| Mon | 11/30/2020 | K Doyle | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.70 | 0.70 | \$185.50 |  |
|     |            |         | Reviewing Utilities schedule & reconciling accounts to utility motion                          |      |      |          |   |
| Mon | 11/30/2020 | K Doyle | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.60 | 0.60 | \$159.00 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date       | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|--|------------|----------|--|------|-------|----------|---|
| <i>Assist in Prep/Review schedules, SOFAs, 1st day Motions</i> |            |          |  |      |       |          |   |
| Mon  | 11/30/2020 | K Doyle  | Reviewing UCC diligence request<br>schedules with M Karbiner<br>Assist in Prep/Review schedules, SOFAs, 1st<br>day Motions   | 0.70 | 0.70  | \$185.50 |    |
| Mon  | 11/30/2020 | K Doyle  | Creating Corp EE detail schedule for<br>UCC request<br>Assist in Prep/Review schedules, SOFAs, 1st<br>day Motions  | 0.60 | 0.60  | \$159.00 |    |
| Tues   | 12/1/2020  | K Doyle  | Call with A Mink, M Karbiner (partial),<br>P Bellot (partial), R Gayle, D Mayer<br>(partial), Donlin (A Logan, K Wagner)<br>re: review schedule 9.55, schedule G,<br>SOFA 7<br>Assist in Prep/Review schedules, SOFAs, 1st<br>day Motions  | 0.40 | 0.40  | \$106.00 |    |
| Tues   | 12/1/2020  | K Doyle  | Reviewing Professional 1 Year<br>payment schedule prior to sending to<br>DRC<br>Assist in Prep/Review schedules, SOFAs, 1st<br>day Motions   | 2.70 | 2.70  | \$715.50 |  |
| Tues   | 12/1/2020  | K Doyle  | Meeting with K Wagner and A Logan<br>of DRC, D Mayer of YouFit, M Karbiner<br>and A Mink of Phoenix on SOAL<br>review. Reviewed all schedules<br>completed to date and those in<br>process requiring further work.<br>Assist in Prep/Review schedules, SOFAs, 1st<br>day Motions | 0.90 | 0.90  | \$238.50 |  |
| Tues   | 12/1/2020  | K Doyle  | Call with GT, M Karbiner, and D<br>Mayer regarding utility deposits<br>Assist in Prep/Review schedules, SOFAs, 1st<br>day Motions  | 0.60 | 0.60  | \$159.00 |  |
| Tues   | 12/1/2020  | K Doyle  | Reviewing Utility Deposit claim from<br>FPL<br>Assist in Prep/Review schedules, SOFAs, 1st<br>day Motions  | 2.30 | 2.30  | \$609.50 |  |
| Wed  | 12/2/2020  | K Doyle  | Updating SOFA schedules &<br>reviewing correct entity debtors<br>Assist in Prep/Review schedules, SOFAs, 1st<br>day Motions  | 0.80 | 0.80  | \$212.00 |  |
|  |            |          | Call with A Mink, M Karbiner (partial),<br>R Gayle, D Mayer, P Bellot (partial)<br>re: A/P Schedule data analysis,<br>pre/post-petition splits   |      |       |          |   |

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| Day  | Date      | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|--|-----------|----------|---|------|-------|----------|---|
| <i>Assist in Prep/Review schedules, SOFAs, 1st day Motions</i> |           |          |   |      |       |          |   |
| Wed  | 12/2/2020 | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.60 | 0.60  | \$159.00 |    |
|  |           |          | Call with P Bellot re: A/P schedule reconciliation  |      |       |          |   |
| Wed  | 12/2/2020 | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.70 | 0.70  | \$185.50 |    |
|  |           |          | AP & Rent Call to discuss open items for the SOFA schedules with D Mayer, B Bermudez, A Mink, M Karbiner, R Gayle, and P Bellot                           |      |       |          |   |
| Wed  | 12/2/2020 | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 2.20 | 2.20  | \$583.00 |    |
|  |           |          | Updating Pre Petition AP Aging schedule for SOFA  |      |       |          |   |
| Wed  | 12/2/2020 | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 1.70 | 1.70  | \$450.50 |    |
|  |           |          | Reviewing AP Aging PrePetition adjustments & additional invoices needing to be added, adjusting Nov. Admin rent to reflect appropriate PrePetition amount |      |       |          |   |
| Thur   | 12/3/2020 | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.90 | 0.90  | \$238.50 |  |
|  |           |          | Call with M Karbiner, A Mink, GT and DRC to discuss remaining open items in SOFA & SOALS.   |      |       |          |   |
| Thur   | 12/3/2020 | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.80 | 0.80  | \$212.00 |  |
|  |           |          | Call with M Karbiner, A Mink, R Gayle re: open issues with schedules on SOAL/SOFA   |      |       |          |   |
| Thur   | 12/3/2020 | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 1.90 | 1.90  | \$503.50 |  |
|  |           |          | Updating PrePetition AP Aging into the DRC SOFA filing  |      |       |          |   |
| Thur   | 12/3/2020 | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.90 | 0.90  | \$238.50 |  |
|  |           |          | Updating SOFA schedules with missing contracts, addresses, etc  |      |       |          |   |
| Thur   | 12/3/2020 | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.70 | 0.70  | \$185.50 |  |
|  |           |          | Reviewing Final PrePetition AP Aging prior to uploading to DRC  |      |       |          |   |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date      | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|---|-----------|----------|---|------|-------|----------|---|
| <i><u>Assist in Prep/Review schedules, SOFAs, 1st day Motions</u></i> |           |          |   |      |       |          |   |
| Fri   | 12/4/2020 | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Call with A Mink to walk through open items & changes to be made to the SOFA & schedules   | 0.60 | 0.60  | \$159.00 |    |
| Fri   | 12/4/2020 | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Call with B Gleason, M Karbiner, A Mink (partial), R Gayle, D Mayer, B Bermudez, re: SOAL/SOFA review, CRO questions, open issues, follow-ups  | 0.50 | 0.50  | \$132.50 |    |
| Fri   | 12/4/2020 | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Call with A Mink, M Karbiner, and GT to discuss open items on SOFA & how to reflect them properly  | 0.50 | 0.50  | \$132.50 |    |
| Fri   | 12/4/2020 | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Call with A Mink & DRC to discuss changes to the SOFA & Schedule   | 0.50 | 0.50  | \$132.50 |  |
| Fri   | 12/4/2020 | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Updating Prepayment schedule with update balances  | 0.80 | 0.80  | \$212.00 |  |
| Fri   | 12/4/2020 | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Updating schedules & SOFAs to consolidate debtor entities by vendor on certain schedules   | 0.90 | 0.90  | \$238.50 |  |
| Fri   | 12/4/2020 | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Updating Schedule G with additional contracts  | 0.50 | 0.50  | \$132.50 |  |
| Fri   | 12/4/2020 | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Reviewing adequate assurance model sent by Mackinac<br>Updating the Sales & Property tax schedule by consolidating accounts by entity & vendor | 0.80 | 0.80  | \$212.00 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date       | Employee | Description  | Hrs          | B-Hrs        | Amount            | *   |
|---|------------|----------|--|--------------|--------------|-------------------|---|
| <i><u>Assist in Prep/Review schedules, SOFAs, 1st day Motions</u></i> |            |          |  |              |              |                   |   |
| Fri   | 12/4/2020  | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 1.30         | 1.30         | \$344.50          |    |
|   |            |          | Updating minor changes to the SOFA & schedules per direction of DRC & reviewing final changes made   |              |              |                   |   |
| Wed   | 12/9/2020  | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.50         | 0.50         | \$132.50          |    |
|   |            |          | Call with N Ballen, E Howe, P Wu, M Karbinder, P Bellot, K Landis, R Gayle, D Mayer (partial) re: cure objections process, global issues, reconciliation process, negotiation approach, communication plan, timeline |              |              |                   |   |
| Thur  | 12/17/2020 | K Doyle  | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.20         | 0.20         | \$53.00           |    |
|   |            |          | Call with B Gleason, M Karbinder, A Mink, R Gayle, D Mayer re: follow-ups/next steps re: SOAL/SOFAs, MORs, Transition update   |              |              |                   |   |
| <b>K Doyle Total:</b>   |            |          |  | <b>30.10</b> | <b>30.10</b> | <b>\$7,976.50</b> |   |
| <i><u>K Landis</u></i>  |            |          |  |              |              |                   |   |
| Tues  | 12/8/2020  | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.50         | 0.50         | \$97.50           |  |
|   |            |          | Call with P Bellot to discuss claim reconciliation schedule  |              |              |                   |   |
| Tues  | 12/8/2020  | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 1.40         | 1.40         | \$273.00          |  |
|   |            |          | Continued scanning dockets looking for landlords reconciliations of objection amount.  |              |              |                   |   |
| Tues  | 12/8/2020  | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.20         | 0.20         | \$39.00           |  |
|   |            |          | Call with P Bellot to prep for cure rec exercise   |              |              |                   |   |
| Tues  | 12/8/2020  | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 2.60         | 2.60         | \$507.00          |  |
|   |            |          | Reviewed dockets and extracted landlords reconciliations of objection amount.  |              |              |                   |   |
| Wed   | 12/9/2020  | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.50         | 0.50         | \$97.50           |  |



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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date       | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|--|------------|----------|--|------|-------|----------|---|
| <i>Assist in Prep/Review schedules, SOFAs, 1st day Motions</i> |            |          |  |      |       |          |   |
|  |            |          | Call with N Ballen, E Howe, P Wu, M Karbiner, P Bellot, R Gayle, K Doyle, D Mayer (partial) re: cure objections process, global issues, reconciliation process, negotiation approach, communication plan, timeline |      |       |          |   |
| Wed  | 12/9/2020  | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.90 | 0.90  | \$175.50 |    |
|  |            |          | Applied the template to the remaining landlord's objection   |      |       |          |   |
| Wed  | 12/9/2020  | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.60 | 0.60  | \$117.00 |    |
|  |            |          | Continued scanning dockets looking for the remaining landlord's reconciliations of objection amount.   |      |       |          |   |
| Wed  | 12/9/2020  | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.40 | 0.40  | \$78.00  |  |
|  |            |          | Call with P Bellot to review missing cure recs   |      |       |          |   |
| Wed  | 12/9/2020  | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 1.20 | 1.20  | \$234.00 |  |
|  |            |          | Call with P Bellot to build out template for cure recs   |      |       |          |   |
| Thur   | 12/10/2020 | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.10 | 0.10  | \$19.50  |  |
|  |            |          | Call with P Bellot and J Burgos to review 7370 rec.  |      |       |          |   |
| Thur   | 12/10/2020 | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 2.70 | 2.70  | \$526.50 |  |
|  |            |          | Prepared 8 reconciliations of the lease objections.  |      |       |          |   |
| Thur   | 12/10/2020 | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.40 | 0.40  | \$78.00  |  |
|  |            |          | Compiled and shared information with J Burgos regarding YF's initial reconciliation.   |      |       |          |   |
| Thur   | 12/10/2020 | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.10 | 0.10  | \$19.50  |  |
|  |            |          | Addition call with P Bellot and J Burgos to review reconciliation template.  |      |       |          |   |
| Thur   | 12/10/2020 | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.60 | 0.60  | \$117.00 |  |

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- Project ID: YouFit III - BK: to YouFit III - BK:

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date       | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|--|------------|----------|---|------|-------|----------|---|
| <i>Assist in Prep/Review schedules, SOFAs, 1st day Motions</i> |            |          |   |      |       |          |   |
|  |            |          | Organized 4 years of insider payments.  |      |       |          |   |
| Fri  | 12/11/2020 | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 3.10 | 3.10  | \$604.50 |    |
|  |            |          | Prepared 9 reconciliations of the lease objections.   |      |       |          |   |
| Fri  | 12/11/2020 | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.30 | 0.30  | \$58.50  |    |
|  |            |          | Reconciled pending/outstanding requests between YouFit and GT regarding lease objections.   |      |       |          |   |
| Fri  | 12/11/2020 | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.80 | 0.80  | \$156.00 |    |
|  |            |          | Prepared reconciliations of the lease objections.   |      |       |          |   |
| Fri  | 12/11/2020 | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.60 | 0.60  | \$117.00 |  |
|  |            |          | Call with R Gayle (partial) and P Bellot to review lease objection tracking template  |      |       |          |   |
| Fri  | 12/11/2020 | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.60 | 0.60  | \$117.00 |  |
|  |            |          | Compiled and shared information with J Burgos regarding YF's initial reconciliation.  |      |       |          |   |
| Sat  | 12/12/2020 | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 2.10 | 2.10  | \$409.50 |  |
|  |            |          | Prepared 5 reconciliations of the lease objections.   |      |       |          |   |
| Mon  | 12/14/2020 | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.20 | 0.20  | \$39.00  |  |
|  |            |          | Call with P Bellot re location reconciliation   |      |       |          |   |
| Mon  | 12/14/2020 | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.40 | 0.40  | \$78.00  |  |
|  |            |          | Reconciled internal notes and followed up with both YouFit and GT to obtain information required to complete the Landlord objection reconciliation. |      |       |          |   |
| Mon  | 12/14/2020 | K Landis | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 1.70 | 1.70  | \$331.50 |  |
|  |            |          | Prepared 6 reconciliations of the lease objections.   |      |       |          |   |

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| Day   | Date       | Employee  | Description  | Hrs          | B-Hrs        | Amount            | *   |
|---|------------|-----------|--|--------------|--------------|-------------------|---|
| <u><i>Assist in Prep/Review schedules, SOFAs, 1st day Motions</i></u> |            |           |  |              |              |                   |   |
| Tues  | 12/15/2020 | K Landis  | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.60         | 0.60         | \$117.00          |    |
|   |            |           | Prepared 2 reconciliations of the lease objections.  |              |              |                   |   |
| Tues  | 12/15/2020 | K Landis  | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.40         | 0.40         | \$78.00           |    |
|   |            |           | Updated the internal tracker for the lease objection reconciliation statuses.  |              |              |                   |   |
| <b>K Landis Total:</b>  |            |           |  | <b>23.00</b> | <b>23.00</b> | <b>\$4,485.00</b> |   |
| <u><i>M Karbner</i></u>   |            |           |  |              |              |                   |   |
| Mon   | 11/30/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.20         | 0.20         | \$99.00           |    |
|   |            |           | Call with DRC, A Mink, P Bellot, R Gayle, K Doyle discuss open items on SOALs  |              |              |                   |   |
| Mon   | 11/30/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 1.50         | 1.50         | \$742.50          |  |
|   |            |           | Call with DRC, A Mink, K Doyle, and D Mayer to discuss open items on SOALs regarding leases  |              |              |                   |   |
| Mon   | 11/30/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.40         | 0.40         | \$198.00          |  |
|   |            |           | Review/comment Utilities schedule & reconciling accounts to utility motion   |              |              |                   |   |
| Mon   | 11/30/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.60         | 0.60         | \$297.00          |  |
|   |            |           | Reviewing UCC diligence request schedules with K Doyle   |              |              |                   |   |
| Mon   | 11/30/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.60         | 0.60         | \$297.00          |  |
|   |            |           | Call with A Mink, R Gayle, P Bellot (partial), K Doyle (partial), D Mayer (partial), Donlin (A Logan, K Wagner) re: review schedule 9.55, schedule G, SOFA 7 |              |              |                   |   |
| Mon   | 11/30/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 1.80         | 1.80         | \$891.00          |  |
|   |            |           | Review/comment SOAL schedules  |              |              |                   |   |
| Mon   | 11/30/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.40         | 0.40         | \$198.00          |  |
|   |            |           | Communicate with E. Howe and N. Ballen re SOALs and SOFAs  |              |              |                   |   |

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







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| Day   | Date      | Employee  | Description  | Hrs  | B-Hrs | Amount     | *   |
|---|-----------|-----------|--|------|-------|------------|---|
| <i><u>Assist in Prep/Review schedules, SOFAs, 1st day Motions</u></i> |           |           |  |      |       |            |   |
| Tues  | 12/1/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 2.60 | 2.60  | \$1,287.00 |    |
|   |           |           | Review/comment SOFA schedules  |      |       |            |   |
| Tues  | 12/1/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.30 | 0.30  | \$148.50   |    |
|   |           |           | Communicate with E. Howe and N. Ballen re SOALs and SOFAs  |      |       |            |   |
| Tues  | 12/1/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.90 | 0.90  | \$445.50   |    |
|   |           |           | Call with GT, K Doyle, and D Mayer regarding utility deposits  |      |       |            |   |
| Tues  | 12/1/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 2.70 | 2.70  | \$1,336.50 |    |
|   |           |           | Meeting with K Wagner and A Logan of DRC, D Mayer of YouFit, A Mink and K Doyle of Phoenix on SOAL review. Reviewed all schedules completed to date and those in process requiring further work. |      |       |            |   |
| Tues  | 12/1/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.30 | 0.30  | \$148.50   |  |
|   |           |           | Review/comment Utility Deposit claim from FPL  |      |       |            |   |
| Wed   | 12/2/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.70 | 0.70  | \$346.50   |  |
|   |           |           | AP & Rent Call to discuss open items for the SOFA schedules with D Mayer, B Bermudez, A Mink, K Doyle, R Gayle, and P Bellot   |      |       |            |   |
| Wed   | 12/2/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.90 | 0.90  | \$445.50   |  |
|   |           |           | Review, update and comment on AP Aging PrePetition adjustments & additional invoices, adjustments to Nov. Admin rent.  |      |       |            |   |
| Wed   | 12/2/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.40 | 0.40  | \$198.00   |  |
|   |           |           | Communicate with E. Howe and N. Ballen re SOALs and SOFAs  |      |       |            |   |
| Wed   | 12/2/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.80 | 0.80  | \$396.00   |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date      | Employee  | Description   | Hrs  | B-Hrs | Amount     | *   |
|--|-----------|-----------|---|------|-------|------------|---|
| <i>Assist in Prep/Review schedules, SOFAs, 1st day Motions</i> |           |           |   |      |       |            |   |
|  |           |           | Call with A Mink, R Gayle, K Doyle<br>(Partial), D Mayer, P Bellot (partial)<br>re: A/P Schedule data analysis,<br>pre/post-petition splits |      |       |            |   |
| Wed  | 12/2/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.10 | 0.10  | \$49.50    |    |
|  |           |           | Call with R Gayle re: schedule update tasks   |      |       |            |   |
| Wed  | 12/2/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 2.10 | 2.10  | \$1,039.50 |    |
|  |           |           | Review/comment SOFA schedules   |      |       |            |   |
| Thur   | 12/3/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.80 | 0.80  | \$396.00   |    |
|  |           |           | Call with R Gayle, A Mink, K Doyle re:<br>open issues with schedules on<br>SOAL/SOFA  |      |       |            |   |
| Thur   | 12/3/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.90 | 0.90  | \$445.50   |  |
|  |           |           | Call with K Doyle, A Mink, GT and DRC<br>to discuss remaining open items in<br>SOFA & SOALs.  |      |       |            |   |
| Thur   | 12/3/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.10 | 0.10  | \$49.50    |  |
|  |           |           | Call with R Gayle re: SOAL/SOFA<br>status, open issues  |      |       |            |   |
| Thur   | 12/3/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 2.40 | 2.40  | \$1,188.00 |  |
|  |           |           | Review/comment SOAL schedules   |      |       |            |   |
| Thur   | 12/3/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.70 | 0.70  | \$346.50   |  |
|  |           |           | Communicate with E. Howe and N.<br>Ballen re SOALs and SOFAs  |      |       |            |   |
| Fri  | 12/4/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 2.10 | 2.10  | \$1,039.50 |  |
|  |           |           | Review/comment SOAL/SOFA<br>schedules   |      |       |            |   |
| Fri  | 12/4/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.40 | 0.40  | \$198.00   |  |
|  |           |           | Call with R Gayle re: membership<br>metrics, schedules update/changes   |      |       |            |   |
| Fri  | 12/4/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 1.20 | 1.20  | \$594.00   |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date      | Employee  | Description  | Hrs  | B-Hrs | Amount   | *   |
|--|-----------|-----------|--|------|-------|----------|---|
| <i>Assist in Prep/Review schedules, SOFAs, 1st day Motions</i> |           |           |  |      |       |          |   |
|  |           |           | Call with B Gleason, R Gayle, A Mink (partial), K Doyle (partial), D Mayer, B Bermudez, re: SOAL/SOFA review, CRO questions, open issues, follow-ups |      |       |          |   |
| Fri  | 12/4/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.50 | 0.50  | \$247.50 |    |
|  |           |           | Call with A Mink, K Doyle, and GT to discuss open items on SOFA & how to reflect them properly   |      |       |          |   |
| Fri  | 12/4/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.90 | 0.90  | \$445.50 |    |
|  |           |           | Communicate with E. Howe and N. Ballen re SOALs and SOFAs  |      |       |          |   |
| Sat  | 12/5/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 1.20 | 1.20  | \$594.00 |    |
|  |           |           | Review/comment SOALs/SOFAs   |      |       |          |   |
| Sun  | 12/6/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.10 | 0.10  | \$49.50  |  |
|  |           |           | Call with R Gayle re: SOAL/SOFA open issues  |      |       |          |   |
| Sun  | 12/6/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.30 | 0.30  | \$148.50 |  |
|  |           |           | Call with R Gayle re: SOAL/SOFA open issues  |      |       |          |   |
| Sun  | 12/6/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.90 | 0.90  | \$445.50 |  |
|  |           |           | Review/comment of SOALs/SOFAs  |      |       |          |   |
| Mon  | 12/7/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.40 | 0.40  | \$198.00 |  |
|  |           |           | Review Lease cure objections   |      |       |          |   |
| Mon  | 12/7/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.90 | 0.90  | \$445.50 |  |
|  |           |           | Review final SOALs & SOFAs   |      |       |          |   |
| Tues   | 12/8/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.30 | 0.30  | \$148.50 |  |
|  |           |           | Review and comment on Suwannee SOAL  |      |       |          |   |
| Tues   | 12/8/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.30 | 0.30  | \$148.50 |  |
|  |           |           | Call with R Gayle re: cure schedule issues, schedule exceptions  |      |       |          |   |
| Wed  | 12/9/2020 | M Karbner | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.50 | 0.50  | \$247.50 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date       | Employee   | Description   | Hrs               | B-Hrs | Amount      | *   |
|--|------------|------------|---|-------------------|-------|-------------|---|
| <i>Assist in Prep/Review schedules, SOFAs, 1st day Motions</i> |            |            |   |                   |       |             |   |
| Tues   | 12/15/2020 | M Karbiner | Call with N Ballen, E Howe, P Wu, R Gayle, P Bellot, K Landis, K Doyle, D Mayer (partial) re: cure objections process, global issues, reconciliation process, negotiation approach, communication plan, timeline          | 0.90              | 0.90  | \$445.50    |    |
| Tues   | 12/15/2020 | M Karbiner | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Call with R Gayle re: cure objection analysis  | 0.20              | 0.20  | \$99.00     |    |
| Wed  | 12/16/2020 | M Karbiner | Call with R Gayle re: deliverable loads to VDR, update on cure reconciliations<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.50              | 0.50  | \$247.50    |  |
| Thur   | 12/17/2020 | M Karbiner | Call with R Gayle re: cure objection analysis follow-ups, contracting project reconciliation<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.20              | 0.20  | \$99.00     |  |
|  |            |            |   | M Karbiner Total: |       |             |   |
|  |            |            |   | 34.00             | 34.00 | \$16,830.00 |   |
| <i>P Bellot</i>  |            |            |   |                   |       |             |   |
| Mon  | 11/30/2020 | P Bellot   | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Reconciliation of 7364 cure amount for LL inquiry response   | 0.50              | 0.50  | \$187.50    |  |
| Mon  | 11/30/2020 | P Bellot   | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Call with A Mink, M Karbiner (partial), R Gayle, K Doyle (partial), D Mayer (partial), Donlin (A Logan, K Wagner) re: review schedule 9.55, schedule G, SOFA 7 | 0.60              | 0.60  | \$225.00    |  |
| Mon  | 11/30/2020 | P Bellot   | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.30              | 0.30  | \$112.50    |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date      | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|--|-----------|----------|--|------|-------|----------|---|
| <i>Assist in Prep/Review schedules, SOFAs, 1st day Motions</i> |           |          |  |      |       |          |   |
| Tues   | 12/1/2020 | P Bellot | Call with DRC, A Mink, K Doyle, R Gayle, M Karbiner (Partial) to discuss open items on SOALs                                   | 0.50 | 0.50  | \$187.50 |    |
| Tues   | 12/1/2020 | P Bellot | Research missing debtor entities for K Doyle's schedule request  | 0.20 | 0.20  | \$75.00  |    |
| Tues   | 12/1/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.40 | 0.40  | \$150.00 |    |
| Tues   | 12/1/2020 | P Bellot | Research and response to GT re: Shiloh cure costs  | 0.50 | 0.50  | \$187.50 |  |
| Tues   | 12/1/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.50 | 0.50  | \$187.50 |  |
| Tues   | 12/1/2020 | P Bellot | Research and respond to 7459 cure inquiry  | 0.40 | 0.40  | \$150.00 |  |
| Wed  | 12/2/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.60 | 0.60  | \$225.00 |  |
| Wed  | 12/2/2020 | P Bellot | Call with K Doyle re: A/P schedule reconciliation  | 0.90 | 0.90  | \$337.50 |  |
| Wed  | 12/2/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.30 | 0.30  | \$112.50 |  |
| Wed  | 12/2/2020 | P Bellot | Communication with B Bermudez re: IRT invoice reconciliation   | 0.70 | 0.70  | \$262.50 |  |
|  |           |          | AP & Rent Call to discuss open items for the SOFA schedules with D Mayer, B Bermudez, A Mink, M Karbiner, R Gayle, and K Doyle |      |       |          |   |



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| Day   | Date      | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|---|-----------|----------|--|------|-------|----------|---|
| <i><u>Assist in Prep/Review schedules, SOFAs, 1st day Motions</u></i> |           |          |  |      |       |          |   |
| Wed   | 12/2/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.90 | 0.90  | \$337.50 |    |
| Thur  | 12/3/2020 | P Bellot | Call with A Mink, M Karbiner (partial), K Doyle (Partial), D Mayer, R Gayle re: A/P Schedule data analysis, pre/post-petition splits | 0.40 | 0.40  | \$150.00 |    |
| Sat   | 12/5/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.50 | 0.50  | \$187.50 |    |
| Tues  | 12/8/2020 | P Bellot | Review of SOFA/SOAL global notes   | 0.50 | 0.50  | \$187.50 |    |
| Tues  | 12/8/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.20 | 0.20  | \$75.00  |  |
| Tues  | 12/8/2020 | P Bellot | Call with N Ballen (GT) re cure schedules  | 0.30 | 0.30  | \$112.50 |  |
| Tues  | 12/8/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.10 | 0.10  | \$37.50  |  |
| Tues  | 12/8/2020 | P Bellot | Call with J Burgos re: YF Suwanee cure costs   | 0.50 | 0.50  | \$187.50 |  |
| Tues  | 12/8/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.30 | 0.30  | \$112.50 |  |
| Tues  | 12/8/2020 | P Bellot | Research 7459 Cure per N Ballen email  | 0.50 | 0.50  | \$187.50 |  |
| Tues  | 12/8/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.20 | 0.20  | \$75.00  |  |
| Wed   | 12/9/2020 | P Bellot | Build claim reconciliation schedule  | 0.50 | 0.50  | \$187.50 |  |
| Wed   | 12/9/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.50 | 0.50  | \$187.50 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date       | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|--|------------|----------|--|------|-------|----------|---|
| <i>Assist in Prep/Review schedules, SOFAs, 1st day Motions</i> |            |          |  |      |       |          |   |
| Wed  | 12/9/2020  | P Bellot | Call with N Ballen, E Howe, P Wu, M Karbiner, R Gayle, K Landis, K Doyle, D Mayer (partial) re: cure objections process, global issues, reconciliation process, negotiation approach, communication plan, timeline | 0.80 | 0.80  | \$300.00 |    |
| Wed  | 12/9/2020  | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Review cure objections to develop strategy  | 0.70 | 0.70  | \$262.50 |    |
| Wed  | 12/9/2020  | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Populate schedule of cure objections and checks for GT  | 1.20 | 1.20  | \$450.00 |   |
| Wed  | 12/9/2020  | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Call with K Landis to build out template for cure recs  | 0.40 | 0.40  | \$150.00 |  |
| Wed  | 12/9/2020  | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Build list of cure objections missing rec for GT  | 0.30 | 0.30  | \$112.50 |  |
| Wed  | 12/9/2020  | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Build missing rec list for GT   | 0.20 | 0.20  | \$75.00  |  |
| Wed  | 12/9/2020  | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Drafted 7750 amendment response to GT   | 0.40 | 0.40  | \$150.00 |  |
| Thur   | 12/10/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Call with K Landis to review missing cure recs  | 0.60 | 0.60  | \$225.00 |  |
| Thur   | 12/10/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Review regency recs   | 0.20 | 0.20  | \$75.00  |  |
| Thur   | 12/10/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Review and update Coco Walk reconciliation  | 0.30 | 0.30  | \$112.50 |  |
|  |            |          | Call with N Ballen re cure schedule  |      |       |          |   |

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| Day   | Date       | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|---|------------|----------|---|------|-------|----------|---|
| <i><u>Assist in Prep/Review schedules, SOFAs, 1st day Motions</u></i> |            |          |   |      |       |          |   |
| Thur  | 12/10/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.30 | 0.30  | \$112.50 |    |
| Thur  | 12/10/2020 | P Bellot | Review and update 7364 cure rec<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.30 | 0.30  | \$112.50 |    |
| Thur  | 12/10/2020 | P Bellot | Aggregated tracking stats for R Gayle<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 2.30 | 2.30  | \$862.50 |    |
| Thur  | 12/10/2020 | P Bellot | Aggregate cure recs into master file for global rec<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions                          | 0.40 | 0.40  | \$150.00 |    |
| Thur  | 12/10/2020 | P Bellot | Review and update 7736 reconciliation<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.10 | 0.10  | \$37.50  |  |
| Thur  | 12/10/2020 | P Bellot | Call with K Landis and J Burgos to review 7370 rec<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions                           | 0.50 | 0.50  | \$187.50 |  |
| Thur  | 12/10/2020 | P Bellot | Review and update 7442 reconciliation<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.20 | 0.20  | \$75.00  |  |
| Thur  | 12/10/2020 | P Bellot | Edit cure rec tracking sheet<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.10 | 0.10  | \$37.50  |  |
| Thur  | 12/10/2020 | P Bellot | Additional call with K Landis and J Burgos to review reconciliation template<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions | 0.40 | 0.40  | \$150.00 |  |
| Fri   | 12/11/2020 | P Bellot | Review and update 7736 reconciliation<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.30 | 0.30  | \$112.50 |  |
| Fri   | 12/11/2020 | P Bellot | Updated stats for cure rec<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 2.50 | 2.50  | \$937.50 |  |
| Fri   | 12/11/2020 | P Bellot | Build out cure rec tracking template<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.60 | 0.60  | \$225.00 |  |
|   |            |          | Draft summary email to GT on cure reconciliation & stats  |      |       |          |   |

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| Day   | Date       | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|---|------------|----------|--|------|-------|----------|---|
| <i><u>Assist in Prep/Review schedules, SOFAs, 1st day Motions</u></i> |            |          |  |      |       |          |   |
| Fri   | 12/11/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                              | 0.60 | 0.60  | \$225.00 |    |
|   |            |          | Call with R Gayle (partial) and K Landis to review lease objection tracking template |      |       |          |   |
| Mon   | 12/14/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                              | 0.10 | 0.10  | \$37.50  |    |
|   |            |          | Call with Nick re: cure schedules  |      |       |          |   |
| Mon   | 12/14/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                              | 1.00 | 1.00  | \$375.00 |    |
|   |            |          | Work through 7460 reconciliation   |      |       |          |   |
| Mon   | 12/14/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                              | 0.40 | 0.40  | \$150.00 |    |
|   |            |          | 7411 Cure reconciliation updates   |      |       |          |   |
| Mon   | 12/14/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                              | 0.30 | 0.30  | \$112.50 |   |
|   |            |          | Review CAM invoices for 7377   |      |       |          |   |
| Mon   | 12/14/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                              | 0.60 | 0.60  | \$225.00 |  |
|   |            |          | Finalize 7459 reconciliation   |      |       |          |   |
| Mon   | 12/14/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                              | 0.50 | 0.50  | \$187.50 |  |
|   |            |          | Call with J Burgous re: 7459 reconciliation  |      |       |          |   |
| Mon   | 12/14/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                              | 0.40 | 0.40  | \$150.00 |  |
|   |            |          | Work through 7730 reconciliation   |      |       |          |   |
| Mon   | 12/14/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                              | 2.50 | 2.50  | \$937.50 |  |
|   |            |          | Work through 7459 reconciliation   |      |       |          |   |
| Mon   | 12/14/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                              | 0.20 | 0.20  | \$75.00  |  |
|   |            |          | Call with K Landis re: location reconciliation                                       |      |       |          |   |
| Mon   | 12/14/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                              | 0.20 | 0.20  | \$75.00  |  |
|   |            |          | Work through 7363 reconciliation   |      |       |          |   |
| Tues  | 12/15/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                              | 0.20 | 0.20  | \$75.00  |  |
|   |            |          | Drafted stats for cure rec   |      |       |          |   |
| Tues  | 12/15/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                              | 0.30 | 0.30  | \$112.50 |  |
|   |            |          | Research and response to GT questions on Puffin leases                               |      |       |          |   |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date       | Employee | Description   | Hrs   | B-Hrs | Amount      | *   |
|---|------------|----------|---|-------|-------|-------------|---|
| <i><u>Assist in Prep/Review schedules, SOFAs, 1st day Motions</u></i> |            |          |   |       |       |             |   |
| Tues  | 12/15/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                                       | 0.30  | 0.30  | \$112.50    |    |
|   |            |          | Review LL rec from 7360 club  |       |       |             |   |
| Tues  | 12/15/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                                       | 1.40  | 1.40  | \$525.00    |    |
|   |            |          | Build 7753 reconciliation   |       |       |             |   |
| Tues  | 12/15/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                                       | 0.10  | 0.10  | \$37.50     |    |
|   |            |          | Response to GT questions on 2602 cure rec   |       |       |             |   |
| Tues  | 12/15/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                                       | 0.20  | 0.20  | \$75.00     |    |
|   |            |          | Research and respond to GT questions on 7753 cures  |       |       |             |   |
| Tues  | 12/15/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                                       | 0.20  | 0.20  | \$75.00     |    |
|   |            |          | Response to GT questions on 7333 cure rec   |       |       |             |   |
| Tues  | 12/15/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                                       | 0.50  | 0.50  | \$187.50    |  |
|   |            |          | 7752 cure rec based on additional information   |       |       |             |   |
| Tues  | 12/15/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                                       | 0.20  | 0.20  | \$75.00     |  |
|   |            |          | Draft table for Jamie to populate on 7344 payments  |       |       |             |   |
| Tues  | 12/15/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                                       | 0.60  | 0.60  | \$225.00    |  |
|   |            |          | Draft 7360 cure rec   |       |       |             |   |
| Tues  | 12/15/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                                       | 0.40  | 0.40  | \$150.00    |  |
|   |            |          | Attempted 7752 rec then drafted info request for more information to LL                       |       |       |             |   |
| Tues  | 12/15/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                                       | 0.60  | 0.60  | \$225.00    |  |
|   |            |          | Research and respond to N Ballen questions on 7392 lease negotiations and cure reconciliation |       |       |             |   |
| Tues  | 12/15/2020 | P Bellot | Assist in Prep/Review schedules, SOFAs, 1st day Motions                                       | 0.10  | 0.10  | \$37.50     |  |
|   |            |          | Response to GT questions on Kimco recs  |       |       |             |   |
| P Bellot Total:   |            |          |   | 36.30 | 36.30 | \$13,612.50 |   |

Rodney Gayle

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| Day   | Date       | Employee     | Description   | Hrs  | B-Hrs | Amount   | *   |
|---|------------|--------------|---|------|-------|----------|---|
| <i><u>Assist in Prep/Review schedules, SOFAs, 1st day Motions</u></i> |            |              |   |      |       |          |   |
| Mon   | 11/30/2020 | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.30 | 0.30  | \$157.50 |    |
|   |            |              | Call with DRC, A Mink, P Bellot, K Doyle, M Karbiner (Partial) to discuss open items on SOALS   |      |       |          |   |
| Mon   | 11/30/2020 | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.50 | 0.50  | \$262.50 |    |
|   |            |              | Review/reply re: SOFA 7 request   |      |       |          |   |
| Mon   | 11/30/2020 | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.80 | 0.80  | \$420.00 |    |
|   |            |              | Call with A Mink, M Karbiner (partial), P Bellot (partial), K Doyle (partial), D Mayer (partial), Donlin (A Logan, K Wagner) re: review schedule 9.55, schedule G, SOFA 7 |      |       |          |   |
| Tues  | 12/1/2020  | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.20 | 0.20  | \$105.00 |  |
|   |            |              | Call with P Bellot re: data gaps on schedule  |      |       |          |   |
| Wed   | 12/2/2020  | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.10 | 0.10  | \$52.50  |  |
|   |            |              | Call with M Karbiner re: schedule update tasks  |      |       |          |   |
| Wed   | 12/2/2020  | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 1.00 | 1.00  | \$525.00 |  |
|   |            |              | Call with A Mink, M Karbiner (partial), K Doyle (Partial), D Mayer, P Bellot (partial) re: A/P Schedule data analysis, pre/post-petition splits                           |      |       |          |   |
| Wed   | 12/2/2020  | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.70 | 0.70  | \$367.50 |  |
|   |            |              | AP & Rent Call to discuss open items for the SOFA schedules with D Mayer, B Bermudez, A Mink, M Karbiner, K Doyle, and P Bellot   |      |       |          |   |
| Wed   | 12/2/2020  | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.90 | 0.90  | \$472.50 |  |
|   |            |              | Review/update Schedules re: transfers   |      |       |          |   |
| Thur  | 12/3/2020  | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.80 | 0.80  | \$420.00 |  |
|   |            |              | Call with M Karbiner, A Mink, K Doyle re: open issues with schedules on SOAL/SOFA   |      |       |          |   |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date      | Employee     | Description  | Hrs  | B-Hrs | Amount     | *   |
|---|-----------|--------------|--|------|-------|------------|---|
| <i><u>Assist in Prep/Review schedules, SOFAs, 1st day Motions</u></i> |           |              |  |      |       |            |   |
| Thur  | 12/3/2020 | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Call with M Karbiner re: SOAL/SOFA status, open issues  | 0.10 | 0.10  | \$52.50    |    |
| Thur  | 12/3/2020 | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Review/research/reply re: open items in schedules for SOAL/SOFA   | 2.30 | 2.30  | \$1,207.50 |    |
| Fri   | 12/4/2020 | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Review Global Notes re SOALs SOFAs  | 0.30 | 0.30  | \$157.50   |    |
| Fri   | 12/4/2020 | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Call with M Karbiner re: membership metrics, schedules update/changes   | 0.40 | 0.40  | \$210.00   |    |
| Fri   | 12/4/2020 | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Call with B Gleason, M Karbiner, A Mink (partial), K Doyle (partial), D Mayer, B Bermudez, re: SOAL/SOFA review, CRO questions, open issues, follow-ups | 1.20 | 1.20  | \$630.00   |   |
| Sun   | 12/6/2020 | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Review/reply to SOAL, SOFA issues   | 0.60 | 0.60  | \$315.00   |  |
| Sun   | 12/6/2020 | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Call with M Karbiner re: SOAL/SOFA open issues  | 0.10 | 0.10  | \$52.50    |  |
| Sun   | 12/6/2020 | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Call with M Karbiner re: SOAL/SOFA open issues  | 0.30 | 0.30  | \$157.50   |  |
| Sun   | 12/6/2020 | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Review/reply SOAL/SOFA distributions  | 0.20 | 0.20  | \$105.00   |  |
| Tues  | 12/8/2020 | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions<br>Call with P Bellot re: cure objections, reconciliation analysis   | 0.50 | 0.50  | \$262.50   |  |
| Tues  | 12/8/2020 | Rodney Gayle | Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.30 | 0.30  | \$157.50   |  |

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## Filters Used:

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- Project ID: YouFit III - BK: to YouFit III - BK:

\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra

**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date       | Employee     | Description  | Hrs  | B-Hrs | Amount   | *   |
|--|------------|--------------|--|------|-------|----------|---|
| <i>Assist in Prep/Review schedules, SOFAs, 1st day Motions</i> |            |              |  |      |       |          |   |
| Wed  | 12/9/2020  | Rodney Gayle | Call with M Karbiner re: cure schedule issues, schedule exceptions<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.50 | 0.50  | \$262.50 |    |
| Fri  | 12/11/2020 | Rodney Gayle | Call with N Ballen, E Howe, P Wu, M Karbiner, P Bellot, K Landis, K Doyle, D Mayer (partial) re: cure objections process, global issues, reconciliation process, negotiation approach, communication plan, timeline<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions | 0.50 | 0.50  | \$262.50 |    |
| Tues   | 12/15/2020 | Rodney Gayle | Call with P Bellot, K Landis to review lease objection tracking template<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.60 | 0.60  | \$315.00 |   |
| Tues   | 12/15/2020 | Rodney Gayle | Review/update/reply re: cure objection analysis<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.30 | 0.30  | \$157.50 |  |
| Tues   | 12/15/2020 | Rodney Gayle | Review/reply re: develop cure reconciliation update<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.20 | 0.20  | \$105.00 |  |
| Tues   | 12/15/2020 | Rodney Gayle | Call with M Karbiner re: deliverable loads to VDR, update on cure reconciliations<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.90 | 0.90  | \$472.50 |  |
| Wed  | 12/16/2020 | Rodney Gayle | Call with M Karbiner re: cure objection analysis<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions  | 0.50 | 0.50  | \$262.50 |  |
| Thur   | 12/17/2020 | Rodney Gayle | Call with M Karbiner re: cure objection analysis follow-ups, contracting project reconciliation<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.20 | 0.20  | \$105.00 |  |
| Thur   | 12/17/2020 | Rodney Gayle | Call with B Gleason, M Karbiner, A Mink, K Doyle, D Mayer re: follow-ups/next steps re: SOAL/SOFAs, MORs, Transition update<br>Assist in Prep/Review schedules, SOFAs, 1st day Motions   | 0.90 | 0.90  | \$472.50 |  |



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Filters Used:

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- Project ID: YouFit III - BK: to YouFit III - BK:

\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date | Employee | Description   | Hrs    | B-Hrs  | Amount      | * |
|--|------|----------|---|--------|--------|-------------|---|
| <i>Assist in Prep/Review schedules, SOFAs, 1st day Motions</i> |      |          |   |        |        |             |   |
|  |      |          | Review/analysis/preparation re: 341 meeting, schedules review |        |        |             |   |
| Rodnev Gavle Total:  |      |          |   | 16.20  | 16.20  | \$8,505.00  |   |
| Assist in Prep/Review schedules. SOFAs. 1st day Motions Total: |      |          |   | 169.70 | 169.70 | \$67,211.50 |   |

***Budget, Forecast, Scorecard and Disbursement Management******K Doyle***

|      |            |         |   |      |      |          |   |
|------|------------|---------|---|------|------|----------|---|
| Mon  | 11/30/2020 | K Doyle | Budget, Forecast, Scorecard and Disbursement Management<br>Updating scorecard for last week and cumulative scorecard                              | 1.20 | 1.20 | \$318.00 |    |
| Mon  | 11/30/2020 | K Doyle | Budget, Forecast, Scorecard and Disbursement Management<br>Updating weekly deliverables, membership metrics with last week's actuals              | 1.10 | 1.10 | \$291.50 |    |
| Tues | 12/1/2020  | K Doyle | Budget, Forecast, Scorecard and Disbursement Management<br>Update, review, comment, on WE 11/29 scorecard & cumulative scorecard with M Karbiner  | 1.80 | 1.80 | \$477.00 |  |
| Tues | 12/1/2020  | K Doyle | Budget, Forecast, Scorecard and Disbursement Management<br>Creating Wk 4 Cash roll forward with estimated disbursements                           | 0.70 | 0.70 | \$185.50 |  |
| Wed  | 12/2/2020  | K Doyle | Budget, Forecast, Scorecard and Disbursement Management<br>Reviewed updated Scorecard against Revised DIP Budget with M Karbiner                  | 0.60 | 0.60 | \$159.00 |  |
| Wed  | 12/2/2020  | K Doyle | Budget, Forecast, Scorecard and Disbursement Management<br>Updating revised DIP Budget per comments from Lenders & UCC                            | 1.20 | 1.20 | \$318.00 |  |
| Wed  | 12/2/2020  | K Doyle | Budget, Forecast, Scorecard and Disbursement Management<br>Reviewing new revised DIP Budget per new comments from UCC and Lenders with M Karbiner | 0.70 | 0.70 | \$185.50 |  |
| Wed  | 12/2/2020  | K Doyle | Budget, Forecast, Scorecard and Disbursement Management   | 2.30 | 2.30 | \$609.50 |  |

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## Filters Used:

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date      | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|---|-----------|----------|--|------|-------|----------|---|
| <b><i>Budget, Forecast, Scorecard and Disbursement Management</i></b> |           |          |  |      |       |          |   |
|   |           |          | Updating scorecard to the revised<br>DIP Budget, updating cumulative<br>scorecard to reflect variances<br>against revised DIP Budget         |      |       |          |   |
| Thur  | 12/3/2020 | K Doyle  | Budget, Forecast, Scorecard and<br>Disbursement Management   | 1.20 | 1.20  | \$318.00 |    |
|   |           |          | Updating revised DIP Budget per<br>Lender FA comments  |      |       |          |   |
| Mon   | 12/7/2020 | K Doyle  | Budget, Forecast, Scorecard and<br>Disbursement Management   | 1.60 | 1.60  | \$424.00 |    |
|   |           |          | Reformatting Scorecard for last 4<br>weeks to show variance against<br>new DIP Budget  |      |       |          |   |
| Mon   | 12/7/2020 | K Doyle  | Budget, Forecast, Scorecard and<br>Disbursement Management   | 1.20 | 1.20  | \$318.00 |    |
|   |           |          | Review with M Karbiner all payments<br>to be disbursed this week, reviewing<br>all Lender Prof Fee invoices and<br>preparing them to be paid |      |       |          |   |
| Mon   | 12/7/2020 | K Doyle  | Budget, Forecast, Scorecard and<br>Disbursement Management   | 1.80 | 1.80  | \$477.00 |  |
|   |           |          | Updating new scorecard for last<br>week and updating cumulative<br>scorecard   |      |       |          |   |
| Tues  | 12/8/2020 | K Doyle  | Budget, Forecast, Scorecard and<br>Disbursement Management   | 0.90 | 0.90  | \$238.50 |  |
|   |           |          | Review final draft of scorecard with<br>M Karbiner   |      |       |          |   |
| Tues  | 12/8/2020 | K Doyle  | Budget, Forecast, Scorecard and<br>Disbursement Management   | 1.50 | 1.50  | \$397.50 |  |
|   |           |          | Updating Scorecard & additional<br>Thursday deliverables   |      |       |          |   |
| Tues  | 12/8/2020 | K Doyle  | Budget, Forecast, Scorecard and<br>Disbursement Management   | 0.60 | 0.60  | \$159.00 |  |
|   |           |          | Reconciling December rent payments<br>(rent, Pre BK savings, Post BK savings)  |      |       |          |   |
| Wed   | 12/9/2020 | K Doyle  | Budget, Forecast, Scorecard and<br>Disbursement Management   | 0.80 | 0.80  | \$212.00 |  |
|   |           |          | Reviewing professional fee invoices &<br>updating payment time based on fee<br>app structure   |      |       |          |   |
| Wed   | 12/9/2020 | K Doyle  | Budget, Forecast, Scorecard and<br>Disbursement Management   | 0.90 | 0.90  | \$238.50 |  |

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- Project ID: YouFit III - BK: to YouFit III - BK:

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date       | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|---|------------|----------|--|------|-------|----------|---|
| <b><u>Budget, Forecast, Scorecard and Disbursement Management</u></b> |            |          |  |      |       |          |   |
|   |            |          | Updating additional weekly deliverables                    |      |       |          |   |
| Fri   | 12/11/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management    | 0.60 | 0.60  | \$159.00 |    |
|   |            |          | Reviewing Prof Fee invoices & comparing to budget          |      |       |          |   |
| Mon   | 12/14/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management    | 0.80 | 0.80  | \$212.00 |    |
|   |            |          | Updating weekly deliverables                               |      |       |          |   |
| Mon   | 12/14/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management    | 2.50 | 2.50  | \$662.50 |    |
|   |            |          | Updating Revised Budget to extend 3 weeks                  |      |       |          |   |
| Mon   | 12/14/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management    | 2.20 | 2.20  | \$583.00 |    |
|   |            |          | Review new extended budget with M Karbiner                 |      |       |          |   |
| Tues  | 12/15/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management    | 0.80 | 0.80  | \$212.00 |  |
|   |            |          | Review scorecard with M Karbiner                           |      |       |          |   |
| Tues  | 12/15/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management    | 0.60 | 0.60  | \$159.00 |  |
|   |            |          | Updating scorecard for reconciling items & comments        |      |       |          |   |
| Thur  | 12/17/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management    | 0.90 | 0.90  | \$238.50 |  |
|   |            |          | Updating new 4W trailing schedule                          |      |       |          |   |
| Mon   | 12/21/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management    | 0.30 | 0.30  | \$79.50  |  |
|   |            |          | Reviewing budgeted disbursements for the week with D Mayer |      |       |          |   |
| Mon   | 12/21/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management    | 0.40 | 0.40  | \$106.00 |  |
|   |            |          | Updating non-scorecard weekly deliverables                 |      |       |          |   |
| Tues  | 12/22/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management    | 3.40 | 3.40  | \$901.00 |  |
|   |            |          | Creating Extended Budget thru February                     |      |       |          |   |
| Tues  | 12/22/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management    | 1.60 | 1.60  | \$424.00 |  |
|   |            |          | Review of new extended budget with M Karbiner              |      |       |          |   |
| Tues  | 12/22/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management    | 2.30 | 2.30  | \$609.50 |  |

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- Project ID: YouFit III - BK: to YouFit III - BK:

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date       | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|---|------------|----------|---|------|-------|----------|---|
| <b><u>Budget, Forecast, Scorecard and Disbursement Management</u></b> |            |          |   |      |       |          |   |
|   |            |          | Updating Scorecard for Last Week, Cumulative to Date, and trailing 4 Weeks            |      |       |          |   |
| Wed   | 12/23/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management                               | 2.60 | 2.60  | \$689.00 |    |
|   |            |          | Updating Extended 1 Week DIP Budget   |      |       |          |   |
| Wed   | 12/23/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management                               | 0.80 | 0.80  | \$212.00 |    |
|   |            |          | Reviewing 1 week extended DIP budget with M Karbiner                                  |      |       |          |   |
| Wed   | 12/23/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management                               | 1.20 | 1.20  | \$318.00 |    |
|   |            |          | Updating 2 month extended budget to reflect changes made in 1 week extended budget    |      |       |          |   |
| Wed   | 12/23/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management                               | 0.10 | 0.10  | \$26.50  |  |
|   |            |          | Call with M Karbiner R Gayle re: marketing budget spread                              |      |       |          |   |
| Thur  | 12/24/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management                               | 2.50 | 2.50  | \$662.50 |  |
|   |            |          | Creating new DIP Budget extended thru last week of January                            |      |       |          |   |
| Thur  | 12/24/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management                               | 0.70 | 0.70  | \$185.50 |  |
|   |            |          | Review extended DIP Budget thru January with M Karbiner                               |      |       |          |   |
| Thur  | 12/24/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management                               | 2.20 | 2.20  | \$583.00 |  |
|   |            |          | Updating 2 month extended DIP Budget per Lender request, including Prof. Fee forecast |      |       |          |   |
| Fri   | 12/25/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management                               | 2.20 | 2.20  | \$583.00 |  |
|   |            |          | Updating the new DIP budget for new assumptions & costs per M Karbiner and B Gleason  |      |       |          |   |
| Mon   | 12/28/2020 | K Doyle  | Budget, Forecast, Scorecard and Disbursement Management                               | 1.60 | 1.60  | \$424.00 |  |
|   |            |          | Updating extended budget per comments from Lender's FA & re-circulating new schedules |      |       |          |   |

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| Day   | Date       | Employee  | Description   | Hrs          | B-Hrs        | Amount             | *   |
|---|------------|-----------|---|--------------|--------------|--------------------|---|
| <b><u>Budget, Forecast, Scorecard and Disbursement Management</u></b> |            |           |   |              |              |                    |   |
| Mon   | 12/28/2020 | K Doyle   | Budget, Forecast, Scorecard and Disbursement Management<br>Review new updated budget with M Karbner   | 0.40         | 0.40         | \$106.00           |    |
| Mon   | 12/28/2020 | K Doyle   | Budget, Forecast, Scorecard and Disbursement Management<br>Updating Scorecard & other Thursday deliverables for last week                   | 1.80         | 1.80         | \$477.00           |    |
| Mon   | 12/28/2020 | K Doyle   | Budget, Forecast, Scorecard and Disbursement Management<br>Updating Budget for new extended time line per comments from Lenders & Lender FA | 1.50         | 1.50         | \$397.50           |    |
| Tues  | 12/29/2020 | K Doyle   | Budget, Forecast, Scorecard and Disbursement Management<br>Updating weekly, cumulative, and 4W trailing scorecard                           | 2.10         | 2.10         | \$556.50           |    |
| Tues  | 12/29/2020 | K Doyle   | Budget, Forecast, Scorecard and Disbursement Management<br>Updating other Thursday deliverables with updated information from last week     | 0.80         | 0.80         | \$212.00           |  |
| Wed   | 12/30/2020 | K Doyle   | Budget, Forecast, Scorecard and Disbursement Management<br>Finalizing scorecard & Thursday deliverables                                     | 1.60         | 1.60         | \$424.00           |  |
| Wed   | 12/30/2020 | K Doyle   | Budget, Forecast, Scorecard and Disbursement Management<br>Review scorecard & supporting schedules with M Karbner                           | 0.80         | 0.80         | \$212.00           |  |
| Thur  | 12/31/2020 | K Doyle   | Budget, Forecast, Scorecard and Disbursement Management<br>Sending out Thursday deliverables to constituents                                | 0.50         | 0.50         | \$132.50           |  |
| <b>K Doyle Total:</b>   |            |           |   | <b>59.90</b> | <b>59.90</b> | <b>\$15,873.50</b> |   |
| <b><u>M Karbner</u></b>   |            |           |   |              |              |                    |   |
| Mon   | 11/30/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management<br>Review/comment scorecard for last week and cumulative scorecard                  | 0.80         | 0.80         | \$396.00           |  |
| Mon   | 11/30/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management   | 0.70         | 0.70         | \$346.50           |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date      | Employee  | Description   | Hrs  | B-Hrs | Amount   | *   |
|---|-----------|-----------|---|------|-------|----------|---|
| <b><i>Budget, Forecast, Scorecard and Disbursement Management</i></b> |           |           |   |      |       |          |   |
|   |           |           | Review weekly deliverables, membership metrics with last week's actuals   |      |       |          |   |
| Tues  | 12/1/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management<br>Update, review, comment on WE 11/29 scorecard & cumulative scorecard with K Doyle  | 1.80 | 1.80  | \$891.00 |    |
| Tues  | 12/1/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management<br>Review/comment Wk 4 Cash roll forward with estimated disbursements   | 0.40 | 0.40  | \$198.00 |    |
| Wed   | 12/2/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management<br>Reviewing new revised DIP Budget per new comments from UCC and Lenders with K Doyle  | 0.70 | 0.70  | \$346.50 |    |
| Wed   | 12/2/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management<br>Review, update and comment on scorecard to the revised DIP Budget and cumulative scorecard to reflect variances against revised DIP Budget | 0.80 | 0.80  | \$396.00 |  |
| Wed   | 12/2/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management<br>Reviewed updated Scorecard against Revised DIP Budget with K Doyle   | 0.60 | 0.60  | \$297.00 |  |
| Thur  | 12/3/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management<br>Review/comment DIP Budget per Lender FA comments   | 0.70 | 0.70  | \$346.50 |  |
| Fri   | 12/4/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management<br>Reviewing adequate assurance model sent by Mackinac  | 0.60 | 0.60  | \$297.00 |  |
| Mon   | 12/7/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management<br>Communicate with D Mayer re FPL invoices   | 0.40 | 0.40  | \$198.00 |  |
| Mon   | 12/7/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management<br>Review EE summary as of 12/4   | 0.20 | 0.20  | \$99.00  |  |

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| Day   | Date      | Employee  | Description   | Hrs  | B-Hrs | Amount   | *   |
|---|-----------|-----------|---|------|-------|----------|---|
| <b><u>Budget, Forecast, Scorecard and Disbursement Management</u></b> |           |           |   |      |       |          |   |
| Mon   | 12/7/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management   | 0.30 | 0.30  | \$148.50 |    |
| Mon   | 12/7/2020 | M Karbner | Review proposed Dec rent payments<br>Budget, Forecast, Scorecard and Disbursement Management  | 0.30 | 0.30  | \$148.50 |    |
| Mon   | 12/7/2020 | M Karbner | Review Customer Refunds as of 12/6 for weekly reporting<br>Budget, Forecast, Scorecard and Disbursement Management  | 0.60 | 0.60  | \$297.00 |    |
| Mon   | 12/7/2020 | M Karbner | Communicate with D Mayer re Lender professional payments<br>Budget, Forecast, Scorecard and Disbursement Management   | 0.20 | 0.20  | \$99.00  |    |
| Mon   | 12/7/2020 | M Karbner | Review payment history for Elliott Group (incl. retainer)<br>Budget, Forecast, Scorecard and Disbursement Management  | 1.20 | 1.20  | \$594.00 |   |
| Mon   | 12/7/2020 | M Karbner | Review with K Doyle all payments to be disbursed this week, reviewing all Lender Prof Fee invoices and preparing them to be paid<br>Budget, Forecast, Scorecard and Disbursement Management | 0.20 | 0.20  | \$99.00  |  |
| Mon   | 12/7/2020 | M Karbner | Review Lender professional payment invoices<br>Budget, Forecast, Scorecard and Disbursement Management  | 0.30 | 0.30  | \$148.50 |  |
| Tues  | 12/8/2020 | M Karbner | Review FPL post petition invoices for payment<br>Budget, Forecast, Scorecard and Disbursement Management  | 0.20 | 0.20  | \$99.00  |  |
| Tues  | 12/8/2020 | M Karbner | Communicate with D Mayer re utility deposit account<br>Budget, Forecast, Scorecard and Disbursement Management  | 0.90 | 0.90  | \$445.50 |  |
| Tues  | 12/8/2020 | M Karbner | Review final draft of scorecard with K Doyle<br>Budget, Forecast, Scorecard and Disbursement Management   | 0.40 | 0.40  | \$198.00 |  |
| Wed   | 12/9/2020 | M Karbner | Communicate with D Mayer re 2nd DIP draw<br>Budget, Forecast, Scorecard and Disbursement Management   | 0.80 | 0.80  | \$396.00 |  |

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- Project ID: YouFit III - BK: to YouFit III - BK:

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date       | Employee  | Description  | Hrs  | B-Hrs | Amount   | *   |
|---|------------|-----------|--|------|-------|----------|---|
| <b><i>Budget, Forecast, Scorecard and Disbursement Management</i></b> |            |           |  |      |       |          |   |
|   |            |           | Review/comment weekly deliverables   |      |       |          |   |
| Wed   | 12/9/2020  | M Karbner | Budget, Forecast, Scorecard and Disbursement Management                        | 0.20 | 0.20  | \$99.00  |    |
|   |            |           | Review EE Payroll report   |      |       |          |   |
| Wed   | 12/9/2020  | M Karbner | Budget, Forecast, Scorecard and Disbursement Management                        | 0.50 | 0.50  | \$247.50 |    |
|   |            |           | Work with D Mayer re 2nd DIP draw  |      |       |          |   |
| Wed   | 12/9/2020  | M Karbner | Budget, Forecast, Scorecard and Disbursement Management                        | 0.20 | 0.20  | \$99.00  |    |
|   |            |           | Communicate with E Howe re Lender professional invoices                        |      |       |          |   |
| Thur  | 12/10/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management                        | 0.40 | 0.40  | \$198.00 |    |
|   |            |           | Communicate with D Mayer re disbursements                                      |      |       |          |   |
| Thur  | 12/10/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management                        | 0.10 | 0.10  | \$49.50  |  |
|   |            |           | Communicate with P. Corrie re weekly deliverables                              |      |       |          |   |
| Fri   | 12/11/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management                        | 0.20 | 0.20  | \$99.00  |  |
|   |            |           | Review City of Tallahassee bond claim  |      |       |          |   |
| Fri   | 12/11/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management                        | 0.20 | 0.20  | \$99.00  |  |
|   |            |           | Communicate with N Ballen re FPL settlement/post petition invoices for payment |      |       |          |   |
| Fri   | 12/11/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management                        | 0.20 | 0.20  | \$99.00  |  |
|   |            |           | Communicate with D Mayer re FPL settlement/post petition invoices for payment  |      |       |          |   |
| Fri   | 12/11/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management                        | 0.20 | 0.20  | \$99.00  |  |
|   |            |           | Communicate with D Mayer re Europa payments                                    |      |       |          |   |
| Fri   | 12/11/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management                        | 0.10 | 0.10  | \$49.50  |  |
|   |            |           | Communicate with D Mayer re sales tax  |      |       |          |   |
| Fri   | 12/11/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management                        | 0.10 | 0.10  | \$49.50  |  |



**Phoenix Management**

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- Time Entry Date: 11/30/2020 to 12/31/2020
- Project ID: YouFit III - BK: to YouFit III - BK:

\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra

**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date       | Employee  | Description  | Hrs  | B-Hrs | Amount     | *   |
|---|------------|-----------|--|------|-------|------------|---|
| <b><i>Budget, Forecast, Scorecard and Disbursement Management</i></b> |            |           |  |      |       |            |   |
|   |            |           | Review Q4 K-1 tax e-mail from D Mayer  |      |       |            |   |
| Mon   | 12/14/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management  | 0.60 | 0.60  | \$297.00   |    |
|   |            |           | Review with D Mayer all payments to be disbursed this week, reviewing all Lender Prof Fee invoices and preparing them to be paid |      |       |            |   |
| Mon   | 12/14/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management  | 2.20 | 2.20  | \$1,089.00 |    |
|   |            |           | Review new extended budget with K Doyle  |      |       |            |   |
| Mon   | 12/14/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management  | 0.40 | 0.40  | \$198.00   |    |
|   |            |           | Review/comment of cash disbursements for the week  |      |       |            |   |
| Mon   | 12/14/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management  | 0.70 | 0.70  | \$346.50   |  |
|   |            |           | Review/comment of extended DIP budget  |      |       |            |   |
| Mon   | 12/14/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management  | 0.60 | 0.60  | \$297.00   |  |
|   |            |           | Review/comment of weekly deliverables  |      |       |            |   |
| Mon   | 12/14/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management  | 0.20 | 0.20  | \$99.00    |  |
|   |            |           | Review Customer Refunds as of 12/13 for weekly reporting   |      |       |            |   |
| Tues  | 12/15/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management  | 0.80 | 0.80  | \$396.00   |  |
|   |            |           | Review scorecard with K Doyle  |      |       |            |   |
| Tues  | 12/15/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management  | 0.30 | 0.30  | \$148.50   |  |
|   |            |           | Review/comment of scorecard  |      |       |            |   |
| Tues  | 12/15/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management  | 0.40 | 0.40  | \$198.00   |  |
|   |            |           | Communication with D Mayer re weekly disbursements   |      |       |            |   |
| Tues  | 12/15/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management  | 0.20 | 0.20  | \$99.00    |  |
|   |            |           | Communicate with D Mayer re 2nd DIP draw   |      |       |            |   |
| Thur  | 12/17/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management  | 0.30 | 0.30  | \$148.50   |  |

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- Time Entry Date: 11/30/2020 to 12/31/2020
- Project ID: YouFit III - BK: to YouFit III - BK:

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date       | Employee  | Description   | Hrs  | B-Hrs | Amount   | *   |
|---|------------|-----------|---|------|-------|----------|---|
| <b><i>Budget, Forecast, Scorecard and Disbursement Management</i></b> |            |           |   |      |       |          |   |
|   |            |           | Review/comment of trailing 4-week<br>Scorecard for Mackinac               |      |       |          |   |
| Thur  | 12/17/2020 | M Karbner | Budget, Forecast, Scorecard and<br>Disbursement Management                | 0.20 | 0.20  | \$99.00  |    |
|   |            |           | Review GT Nov invoice   |      |       |          |   |
| Thur  | 12/17/2020 | M Karbner | Budget, Forecast, Scorecard and<br>Disbursement Management                | 0.30 | 0.30  | \$148.50 |    |
|   |            |           | Communicate with D. Mayer re Jan<br>rent payments                         |      |       |          |   |
| Thur  | 12/17/2020 | M Karbner | Budget, Forecast, Scorecard and<br>Disbursement Management                | 0.30 | 0.30  | \$148.50 |    |
|   |            |           | Communicate with D Mayer re utility<br>payments                           |      |       |          |   |
| Fri   | 12/18/2020 | M Karbner | Budget, Forecast, Scorecard and<br>Disbursement Management                | 0.40 | 0.40  | \$198.00 |    |
|   |            |           | Communicate with D Mayer re Nov<br>prof fee payments                      |      |       |          |   |
| Mon   | 12/21/2020 | M Karbner | Budget, Forecast, Scorecard and<br>Disbursement Management                | 0.20 | 0.20  | \$99.00  |  |
|   |            |           | Review Customer Refunds as of 12/20<br>for weekly reporting               |      |       |          |   |
| Mon   | 12/21/2020 | M Karbner | Budget, Forecast, Scorecard and<br>Disbursement Management                | 0.30 | 0.30  | \$148.50 |  |
|   |            |           | Communicate with D Mayer re<br>weekly deliverables                        |      |       |          |   |
| Mon   | 12/21/2020 | M Karbner | Budget, Forecast, Scorecard and<br>Disbursement Management                | 0.20 | 0.20  | \$99.00  |  |
|   |            |           | Review/comment of EE summary<br>report                                    |      |       |          |   |
| Mon   | 12/21/2020 | M Karbner | Budget, Forecast, Scorecard and<br>Disbursement Management                | 0.50 | 0.50  | \$247.50 |  |
|   |            |           | Review/comment of Motus Jan<br>marketing spend budget                     |      |       |          |   |
| Mon   | 12/21/2020 | M Karbner | Budget, Forecast, Scorecard and<br>Disbursement Management                | 0.40 | 0.40  | \$198.00 |  |
|   |            |           | Review/comment of weekly<br>deliverables                                  |      |       |          |   |
| Tues  | 12/22/2020 | M Karbner | Budget, Forecast, Scorecard and<br>Disbursement Management                | 0.30 | 0.30  | \$148.50 |  |
|   |            |           | Review/comment of RPM info for<br>Standard, Lime and Secondary<br>members |      |       |          |   |
| Tues  | 12/22/2020 | M Karbner | Budget, Forecast, Scorecard and<br>Disbursement Management                | 1.60 | 1.60  | \$792.00 |  |

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| Day   | Date       | Employee  | Description   | Hrs  | B-Hrs | Amount   | *   |
|---|------------|-----------|---|------|-------|----------|---|
| <b><i>Budget, Forecast, Scorecard and Disbursement Management</i></b> |            |           |   |      |       |          |   |
|   |            |           | Review of new extended budget with K Doyle                    |      |       |          |   |
| Tues  | 12/22/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management       | 1.90 | 1.90  | \$940.50 |    |
|   |            |           | Review/comment of extended budget thru February               |      |       |          |   |
| Tues  | 12/22/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management       | 0.70 | 0.70  | \$346.50 |    |
|   |            |           | Review/comment of Motus Jan marketing spend budget            |      |       |          |   |
| Tues  | 12/22/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management       | 0.60 | 0.60  | \$297.00 |    |
|   |            |           | Review/comment of scorecard                                   |      |       |          |   |
| Wed   | 12/23/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management       | 0.20 | 0.20  | \$99.00  |    |
|   |            |           | Review/comment of rent checks (cut and hold)                  |      |       |          |   |
| Wed   | 12/23/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management       | 0.30 | 0.30  | \$148.50 |  |
|   |            |           | Review/comment of Motus Jan marketing spend budget            |      |       |          |   |
| Wed   | 12/23/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management       | 0.40 | 0.40  | \$198.00 |  |
|   |            |           | Review/comment of weekly deliverables                         |      |       |          |   |
| Wed   | 12/23/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management       | 0.20 | 0.20  | \$99.00  |  |
|   |            |           | Review/comment of CIGNA payments with D Mayer                 |      |       |          |   |
| Wed   | 12/23/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management       | 1.20 | 1.20  | \$594.00 |  |
|   |            |           | Review/comment of 2 month extended DIP budget                 |      |       |          |   |
| Wed   | 12/23/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management       | 0.30 | 0.30  | \$148.50 |  |
|   |            |           | Communication with D Mayer re Lender professional payments    |      |       |          |   |
| Wed   | 12/23/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management       | 0.30 | 0.30  | \$148.50 |  |
|   |            |           | Review/comment/send Phoenix invoices to P Corrie for approval |      |       |          |   |
| Wed   | 12/23/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management       | 0.40 | 0.40  | \$198.00 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date       | Employee  | Description   | Hrs  | B-Hrs | Amount   | *   |
|---|------------|-----------|---|------|-------|----------|---|
| <b><i>Budget, Forecast, Scorecard and Disbursement Management</i></b> |            |           |   |      |       |          |   |
| Wed   | 12/23/2020 | M Karbner | Communication with D Mayer re Final<br>DIP draw request<br>Budget, Forecast, Scorecard and<br>Disbursement Management     | 0.80 | 0.80  | \$396.00 |    |
| Wed   | 12/23/2020 | M Karbner | Review 1 week extended DIP<br>budget with K Doyle<br>Budget, Forecast, Scorecard and<br>Disbursement Management           | 0.60 | 0.60  | \$297.00 |    |
| Wed   | 12/23/2020 | M Karbner | Review/comment 1 week extended<br>DIP budget<br>Budget, Forecast, Scorecard and<br>Disbursement Management                | 0.10 | 0.10  | \$49.50  |    |
| Thur  | 12/24/2020 | M Karbner | Call with R Gayle K Doyle re:<br>marketing budget spread<br>Budget, Forecast, Scorecard and<br>Disbursement Management    | 0.90 | 0.90  | \$445.50 |   |
| Thur  | 12/24/2020 | M Karbner | Review/comment of extended DIP<br>budget thru Feb<br>Budget, Forecast, Scorecard and<br>Disbursement Management           | 0.70 | 0.70  | \$346.50 |  |
| Thur  | 12/24/2020 | M Karbner | Review extended DIP budget thru<br>January with K Doyle<br>Budget, Forecast, Scorecard and<br>Disbursement Management     | 0.80 | 0.80  | \$396.00 |  |
| Fri   | 12/25/2020 | M Karbner | Review/comment of extended DIP<br>budget thru Jan<br>Budget, Forecast, Scorecard and<br>Disbursement Management           | 0.90 | 0.90  | \$445.50 |  |
| Mon   | 12/28/2020 | M Karbner | Review/comment of extended DIP<br>budget thru Jan<br>Budget, Forecast, Scorecard and<br>Disbursement Management           | 0.20 | 0.20  | \$99.00  |  |
| Mon   | 12/28/2020 | M Karbner | Review Customer Refunds as of 12/27<br>for weekly reporting<br>Budget, Forecast, Scorecard and<br>Disbursement Management | 0.30 | 0.30  | \$148.50 |  |
| Mon   | 12/28/2020 | M Karbner | Communicate with D Mayer re BK<br>prof fee payments<br>Budget, Forecast, Scorecard and<br>Disbursement Management         | 0.80 | 0.80  | \$396.00 |  |
| Mon   | 12/28/2020 | M Karbner | Review/comment of weekly<br>deliverables<br>Budget, Forecast, Scorecard and<br>Disbursement Management                    | 0.20 | 0.20  | \$99.00  |  |

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- Project ID: YouFit III - BK: to YouFit III - BK:

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date       | Employee  | Description   | Hrs  | B-Hrs | Amount   | *   |
|---|------------|-----------|---|------|-------|----------|---|
| <b><i>Budget, Forecast, Scorecard and Disbursement Management</i></b> |            |           |   |      |       |          |   |
|   |            |           | Review/comment of Jan marketing spend budget  |      |       |          |   |
| Mon   | 12/28/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management   | 0.20 | 0.20  | \$99.00  |    |
|   |            |           | Review/comment of EE summary report   |      |       |          |   |
| Mon   | 12/28/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management   | 0.70 | 0.70  | \$346.50 |    |
|   |            |           | Review/comment of extended budget and review/comment new schedules per comments from Lender's FA  |      |       |          |   |
| Mon   | 12/28/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management   | 0.20 | 0.20  | \$99.00  |    |
|   |            |           | Communicate with D Mayer re proposed 40k payment  |      |       |          |   |
| Mon   | 12/28/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management   | 0.60 | 0.60  | \$297.00 |  |
|   |            |           | Review/comment of updated Budget for new extended time line per comments from Lenders & Lender FA |      |       |          |   |
| Mon   | 12/28/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management   | 0.40 | 0.40  | \$198.00 |  |
|   |            |           | Review new updated budget with K Doyle  |      |       |          |   |
| Mon   | 12/28/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management   | 0.30 | 0.30  | \$148.50 |  |
|   |            |           | Communicate with D Mayer re utility payments and deposits   |      |       |          |   |
| Mon   | 12/28/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management   | 0.30 | 0.30  | \$148.50 |  |
|   |            |           | Communicate with D Mayer re YF proposed bonuses   |      |       |          |   |
| Tues  | 12/29/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management   | 0.20 | 0.20  | \$99.00  |  |
|   |            |           | Review/comment of cash collections detail   |      |       |          |   |
| Tues  | 12/29/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management   | 0.40 | 0.40  | \$198.00 |  |
|   |            |           | Review/comment of weekly deliverables   |      |       |          |   |
| Tues  | 12/29/2020 | M Karbner | Budget, Forecast, Scorecard and Disbursement Management   | 0.20 | 0.20  | \$99.00  |  |
|   |            |           | Review DRC BK Prof Invoices   |      |       |          |   |

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

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- Time Entry Date: 11/30/2020 to 12/31/2020
- Project ID: YouFit III - BK: to YouFit III - BK:

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date       | Employee   | Description   | Hrs          | B-Hrs        | Amount             | *   |
|---|------------|------------|---|--------------|--------------|--------------------|---|
| <b><i>Budget, Forecast, Scorecard and Disbursement Management</i></b> |            |            |   |              |              |                    |   |
| Tues  | 12/29/2020 | M Karbiner | Budget, Forecast, Scorecard and Disbursement Management<br>Review/comment of Local Management payment inquiry                             | 0.20         | 0.20         | \$99.00            |    |
| Tues  | 12/29/2020 | M Karbiner | Budget, Forecast, Scorecard and Disbursement Management<br>Review/comment of weekly, cumulative, and 4W trailing scorecard                | 0.70         | 0.70         | \$346.50           |    |
| Tues  | 12/29/2020 | M Karbiner | Budget, Forecast, Scorecard and Disbursement Management<br>Review/comment of November monthly financials                                  | 0.70         | 0.70         | \$346.50           |    |
| Wed   | 12/30/2020 | M Karbiner | Budget, Forecast, Scorecard and Disbursement Management<br>Communicate with D Mayer re Salesforce payment                                 | 0.20         | 0.20         | \$99.00            |    |
| Wed   | 12/30/2020 | M Karbiner | Budget, Forecast, Scorecard and Disbursement Management<br>Communicate with D Mayer re DRC payment  | 0.20         | 0.20         | \$99.00            |  |
| Wed   | 12/30/2020 | M Karbiner | Budget, Forecast, Scorecard and Disbursement Management<br>Communicate with N. Ballen re DRC payments and objection deadline requirements | 0.20         | 0.20         | \$99.00            |  |
| Wed   | 12/30/2020 | M Karbiner | Budget, Forecast, Scorecard and Disbursement Management<br>Review/comment of weekly deliverables  | 0.50         | 0.50         | \$247.50           |  |
| Wed   | 12/30/2020 | M Karbiner | Budget, Forecast, Scorecard and Disbursement Management<br>Review scorecard & supporting schedules with K Doyle                           | 0.80         | 0.80         | \$396.00           |  |
| Wed   | 12/30/2020 | M Karbiner | Budget, Forecast, Scorecard and Disbursement Management<br>Communicate with D Mayer and N. Ballen re payment/retention of KPMG            | 0.20         | 0.20         | \$99.00            |  |
| Wed   | 12/30/2020 | M Karbiner | Budget, Forecast, Scorecard and Disbursement Management<br>Communicate with N. Ballen re utility payments and deposits                    | 0.20         | 0.20         | \$99.00            |  |
| <b>M Karbiner Total:</b>  |            |            |   | <b>47.10</b> | <b>47.10</b> | <b>\$23,314.50</b> |   |

***Rodney Gayle***

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| Day   | Date       | Employee     | Description  | Hrs    | B-Hrs  | Amount      | *   |
|---|------------|--------------|--|--------|--------|-------------|---|
| <b><u>Budget, Forecast, Scorecard and Disbursement Management</u></b> |            |              |  |        |        |             |   |
| Wed   | 12/23/2020 | Rodney Gayle | Budget, Forecast, Scorecard and Disbursement Management  | 0.10   | 0.10   | \$52.50     |  |
|   |            |              | Call with M Karbiner K Doyle re: marketing budget spread |        |        |             |   |
| Rodnev Gavle Total:   |            |              |  | 0.10   | 0.10   | \$52.50     |   |
| Budaet. Forecast. Scorecard and Disbursement Managemet Total:         |            |              |  | 107.10 | 107.10 | \$39,240.50 |   |






**Court Hearing UST Meetings & Preparation****A Mink**

|               |            |        |  |      |      |            |   |
|---------------|------------|--------|--|------|------|------------|---|
| Wed           | 12/16/2020 | A Mink | Court Hearing UST Meetings & Preparation   | 0.50 | 0.50 | \$262.50   |    |
|               |            |        | Prepare for 341 meeting.   |      |      |            |   |
| Wed           | 12/16/2020 | A Mink | Court Hearing UST Meetings & Preparation   | 0.30 | 0.30 | \$157.50   |    |
|               |            |        | Call with E Howe, D Meloro, B Gleason, M Karbiner, R Gayle, D Mayer re: 341 meeting preparation, reference documents |      |      |            |   |
| Thur          | 12/17/2020 | A Mink | Court Hearing UST Meetings & Preparation   | 1.30 | 1.30 | \$682.50   |  |
|               |            |        | 341 Meeting with UST, UCC, B Gleason, D Mayer, M Karbiner, R Gayle, K Doyle, E Howe, D Meloro                        |      |      |            |   |
| A Mink Total: |            |        |  | 2.10 | 2.10 | \$1,102.50 |   |

**K Doyle**

|                |            |         |  |      |      |          |   |
|----------------|------------|---------|--|------|------|----------|---|
| Thur           | 12/17/2020 | K Doyle | Court Hearing UST Meetings & Preparation   | 1.50 | 1.50 | \$397.50 |  |
|                |            |         | 341 Meeting with UST, UCC, B Gleason, D Mayer, M Karbiner, A Mink (Partial), R Gayle, E Howe, D Meloro |      |      |          |   |
| K Dovie Total: |            |         |  | 1.50 | 1.50 | \$397.50 |   |

**M Karbiner**

|      |            |            |  |      |      |          |   |
|------|------------|------------|--|------|------|----------|---|
| Fri  | 12/4/2020  | M Karbiner | Court Hearing UST Meetings & Preparation   | 0.50 | 0.50 | \$247.50 |  |
|      |            |            | Call into 2nd Motions hearing re: motion approvals, lease rejection objections, DIP financing objections         |      |      |          |   |
| Wed  | 12/16/2020 | M Karbiner | Court Hearing UST Meetings & Preparation   | 0.40 | 0.40 | \$198.00 |  |
|      |            |            | Prep for 341 Meeting   |      |      |          |   |
| Wed  | 12/16/2020 | M Karbiner | Court Hearing UST Meetings & Preparation   | 0.30 | 0.30 | \$148.50 |  |
|      |            |            | Call with E Howe, D Meloro, B Gleason, R Gayle, A Mink, D Mayer re: 341 meeting preparation, reference documents |      |      |          |   |
| Thur | 12/17/2020 | M Karbiner | Court Hearing UST Meetings & Preparation   | 0.30 | 0.30 | \$148.50 |  |
|      |            |            | Prep for 341 Meeting   |      |      |          |   |
| Thur | 12/17/2020 | M Karbiner | Court Hearing UST Meetings & Preparation   | 1.50 | 1.50 | \$742.50 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date       | Employee   | Description   | Hrs         | B-Hrs       | Amount            | *   |
|--|------------|------------|---|-------------|-------------|-------------------|---|
| <u><i>Court Hearing UST Meetings &amp; Preparation</i></u> |            |            |   |             |             |                   |   |
|  |            |            | 341 Meeting with UST, UCC, B<br>Gleason, D Mayer, R Gayle, A Mink<br>(Partial), K Doyle, E Howe, D Meloro |             |             |                   |   |
| Wed  | 12/23/2020 | M Karbiner | Court Hearing UST Meetings & Preparation  | 2.10        | 2.10        | \$1,039.50        |  |
| Mon  | 12/28/2020 | M Karbiner | Attend Sale Hearing<br>Court Hearing UST Meetings & Preparation<br>Attend sale hearing continuance        | 0.50        | 0.50        | \$247.50          |  |
| <b>M Karbiner Total:</b>                                   |            |            |   | <b>5.60</b> | <b>5.60</b> | <b>\$2,772.00</b> |   |

*Rodney Gayle*

|  |            |              |  |              |              |                   |   |
|--|------------|--------------|--|--------------|--------------|-------------------|---|
| Fri  | 12/4/2020  | Rodney Gayle | Court Hearing UST Meetings & Preparation   | 0.50         | 0.50         | \$262.50          |    |
|  |            |              | Call into 2nd Motions hearing re:<br>motion approvals, lease rejection<br>objections, DIP financing objections               |              |              |                   |   |
| Wed  | 12/16/2020 | Rodney Gayle | Court Hearing UST Meetings & Preparation   | 0.30         | 0.30         | \$157.50          |    |
|  |            |              | Call with E Howe, D Meloro, B<br>Gleason, M Karbiner, A Mink, D<br>Mayer re: 341 meeting preparation,<br>reference documents |              |              |                   |   |
| Thur   | 12/17/2020 | Rodney Gayle | Court Hearing UST Meetings & Preparation   | 1.50         | 1.50         | \$787.50          |  |
|  |            |              | 341 Meeting with UST, UCC, B<br>Gleason, D Mayer, M Karbiner, A<br>Mink (Partial), K Doyle, E Howe, D<br>Meloro              |              |              |                   |   |
| Wed  | 12/23/2020 | Rodney Gayle | Court Hearing UST Meetings & Preparation   | 2.10         | 2.10         | \$1,102.50        |  |
| Mon  | 12/28/2020 | Rodney Gayle | Attend Sale Hearing<br>Court Hearing UST Meetings & Preparation<br>Attend sale hearing continuance                           | 0.50         | 0.50         | \$262.50          |  |
| <b>Rodney Gayle Total:</b>                                 |            |              |  | <b>4.90</b>  | <b>4.90</b>  | <b>\$2,572.50</b> |   |
| <b>Court Hearing UST Meetings &amp; Preparation Total:</b> |            |              |  | <b>14.10</b> | <b>14.10</b> | <b>\$6,844.50</b> |   |

*DIP Financing**M Karbiner*

|                          |            |            |   |             |             |                 |   |
|--------------------------|------------|------------|---|-------------|-------------|-----------------|---|
| Mon                      | 12/28/2020 | M Karbiner | DIP Financing   | 0.20        | 0.20        | \$99.00         |  |
|                          |            |            | Communicate with E. Howe re<br>extended DIP budget                |             |             |                 |   |
| Tues                     | 12/29/2020 | M Karbiner | DIP Financing   | 0.10        | 0.10        | \$49.50         |  |
|                          |            |            | Review communication from D.<br>Mayer re final DIP draw extension |             |             |                 |   |
| Wed                      | 12/30/2020 | M Karbiner | DIP Financing   | 0.30        | 0.30        | \$148.50        |  |
|                          |            |            | Review/comment of proposed Jan<br>rent schedule for DIP budget    |             |             |                 |   |
| <b>M Karbiner Total:</b> |            |            |   | <b>0.60</b> | <b>0.60</b> | <b>\$297.00</b> |   |

*Rodney Gayle*



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| Day                  | Date       | Employee     | Description                  | Hrs  | B-Hrs | Amount   | *   |
|----------------------|------------|--------------|------------------------------|------|-------|----------|---|
| <u>DIP Financing</u> |            |              |                              |      |       |          |   |
| Wed                  | 12/23/2020 | Rodney Gayle | DIP Financing                | 0.10 | 0.10  | \$52.50  |  |
|                      |            |              | Review DIP budget extensions |      |       |          |   |
| Wed                  | 12/23/2020 | Rodney Gayle | DIP Financing                | 0.60 | 0.60  | \$315.00 |  |
|                      |            |              | Review DIP budget extensions |      |       |          |   |
| Rodney Gayle Total:  |            |              |                              | 0.70 | 0.70  | \$367.50 |   |
| DIP Financing Total: |            |              |                              | 1.30 | 1.30  | \$664.50 |   |




Financial Management, Accounting and AnalysisA Mink

|               |            |        |   |      |      |          |   |
|---------------|------------|--------|---|------|------|----------|---|
| Fri           | 12/11/2020 | A Mink | Financial Management, Accounting and Analysis   | 0.40 | 0.40 | \$210.00 |  |
|               |            |        | Conference call with David Mayer re: things need to be done if the sale goes through. |      |      |          |   |
| A Mink Total: |            |        |   | 0.40 | 0.40 | \$210.00 |   |

K Doyle

|  |           |         |  |      |      |          |   |
|--|-----------|---------|--|------|------|----------|---|
| Tues   | 12/8/2020 | K Doyle | Financial Management, Accounting and Analysis                                    | 0.70 | 0.70 | \$185.50 |  |
|  |           |         | Reviewing Sr Lender Professionals' November Invoices, getting queued to be paid. |      |      |          |   |
| K Doyle Total:                                       |           |         |  | 0.70 | 0.70 | \$185.50 |   |
| Financial Management, Accounting and Analysis Total: |           |         |  | 1.10 | 1.10 | \$395.50 |   |

Interface with Creditors, Customers, Equity Holders & Other ConstituentsK Doyle

|                |           |         |  |      |      |          |   |
|----------------|-----------|---------|--|------|------|----------|---|
| Wed            | 12/2/2020 | K Doyle | Interface with Creditors, Customers, Equity Holders & Other Constituents   | 0.90 | 0.90 | \$238.50 |  |
|                |           |         | Call with Lender FA to discuss various operational & forecasting questions |      |      |          |   |
| Wed            | 12/2/2020 | K Doyle | Interface with Creditors, Customers, Equity Holders & Other Constituents   | 0.70 | 0.70 | \$185.50 |  |
|                |           |         | Providing schedules & responses to Lender FA's questions                   |      |      |          |   |
| Thur           | 12/3/2020 | K Doyle | Interface with Creditors, Customers, Equity Holders & Other Constituents   | 0.90 | 0.90 | \$238.50 |  |
|                |           |         | Creating schedules & answering diligence questions for UCC FAs             |      |      |          |   |
| K Doyle Total: |           |         |  | 2.50 | 2.50 | \$662.50 |   |

K Landis

|      |            |          |  |      |      |         |   |
|------|------------|----------|--|------|------|---------|---|
| Thur | 12/10/2020 | K Landis | Interface with Creditors, Customers, Equity Holders & Other Constituents | 0.10 | 0.10 | \$19.50 |  |
|------|------------|----------|--|------|------|---------|---|

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day | Date | Employee | Description | Hrs | B-Hrs | Amount | * |
|-----|------|----------|-------------|-----|-------|--------|---|
|-----|------|----------|-------------|-----|-------|--------|---|

Interface with Creditors, Customers, Equity Holders & Other Constituents

Call with M Karbner re organizing 4  
 years of insider payments.

K Landis Total: 0.10 0.10 \$19.50

M Karbner

|      |           |           |  |      |      |          |   |
|------|-----------|-----------|--|------|------|----------|---|
| Thur | 12/3/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents | 0.50 | 0.50 | \$247.50 |    |
|      |           |           | Call with D Mayer and Jessie Wicker (Mackinac) to review financials      |      |      |          |   |
| Fri  | 12/4/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents | 0.80 | 0.80 | \$396.00 |    |
|      |           |           | Lender status update call  |      |      |          |   |
| Mon  | 12/7/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents | 0.20 | 0.20 | \$99.00  |    |
|      |           |           | Communicate with K Miramadi re Lender Professional invoices              |      |      |          |   |
| Tues | 12/8/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents | 0.20 | 0.20 | \$99.00  |  |
|      |           |           | Communicate with K Miramadi re Motus contract                            |      |      |          |   |
| Tues | 12/8/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents | 0.70 | 0.70 | \$346.50 |  |
|      |           |           | Review disbursements with K Doyle & D Mayer                              |      |      |          |   |
| Tues | 12/8/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents | 0.20 | 0.20 | \$99.00  |  |
|      |           |           | Communicate with D Mayer re 1 year payments (all payments) for Mackinac  |      |      |          |   |
| Tues | 12/8/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents | 0.20 | 0.20 | \$99.00  |  |
|      |           |           | Communicate with K Mirmadi re 1 year payments (all payments)             |      |      |          |   |
| Wed  | 12/9/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents | 0.30 | 0.30 | \$148.50 |  |
|      |           |           | Review/comment Motus contract and questions from K Miramadi              |      |      |          |   |
| Wed  | 12/9/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents | 0.70 | 0.70 | \$346.50 |  |
|      |           |           | Review/comment 1 year payments (total) schedule for Mackinac             |      |      |          |   |
| Wed  | 12/9/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents | 0.60 | 0.60 | \$297.00 |  |
|      |           |           | Review/comment re: chargeback analysis, refund/credit analysis           |      |      |          |   |

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| Day  | Date       | Employee  | Description  | Hrs  | B-Hrs | Amount   | *   |
|--|------------|-----------|--|------|-------|----------|---|
| <i><u>Interface with Creditors, Customers, Equity Holders &amp; Other Constituents</u></i> |            |           |  |      |       |          |   |
| Wed  | 12/9/2020  | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents   | 0.30 | 0.30  | \$148.50 |    |
|  |            |           | Review/comment J Johnson historical comp for Mackinac                      |      |       |          |   |
| Thur   | 12/10/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents   | 0.70 | 0.70  | \$346.50 |    |
|  |            |           | Call with K Miramadi, J Wicker, R Gayle re: review/walk of credit analysis |      |       |          |   |
| Thur   | 12/10/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents   | 0.60 | 0.60  | \$297.00 |    |
|  |            |           | Update CRO Report notes for Lender/DIP Finance update call                 |      |       |          |   |
| Thur   | 12/10/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents   | 0.30 | 0.30  | \$148.50 |    |
|  |            |           | Review Cure Cost schedule as of 11/8                                       |      |       |          |   |
| Thur   | 12/10/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents   | 0.40 | 0.40  | \$198.00 |  |
|  |            |           | Review/discuss contracts schedule with D Mayer for Mackinac                |      |       |          |   |
| Thur   | 12/10/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents   | 0.30 | 0.30  | \$148.50 |  |
|  |            |           | Review/comment re J Johnson historical comp for Mackinac                   |      |       |          |   |
| Thur   | 12/10/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents   | 0.50 | 0.50  | \$247.50 |  |
|  |            |           | Review/comment re contracts schedule for Mackinac                          |      |       |          |   |
| Thur   | 12/10/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents   | 0.10 | 0.10  | \$49.50  |  |
|  |            |           | Communicate with K. Miramadi and J. Wicker re contracts                    |      |       |          |   |
| Fri  | 12/11/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents   | 0.60 | 0.60  | \$297.00 |  |
|  |            |           | Call with DIP Lender for CRO review  |      |       |          |   |
| Mon  | 12/14/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents   | 0.20 | 0.20  | \$99.00  |  |
|  |            |           | Communicate with K. Miramadi re 4-year insider payments                    |      |       |          |   |
| Tues   | 12/15/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents   | 0.20 | 0.20  | \$99.00  |  |
|  |            |           | Communicate with K. Miramadi re 4-year insider payments                    |      |       |          |   |
| Wed  | 12/16/2020 | M Karbner | Interface with Creditors, Customers, Equity Holders & Other Constituents   | 0.20 | 0.20  | \$99.00  |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date       | Employee     | Description   | Hrs   | B-Hrs | Amount     | *   |
|---|------------|--------------|---|-------|-------|------------|---|
| <i>Interface with Creditors, Customers, Equity Holders &amp; Other Constituents</i> |            |              |   |       |       |            |   |
|   |            |              | Review/comment of financial info request for K Miramadi   |       |       |            |   |
| Wed   | 12/16/2020 | M Karbner    | Interface with Creditors, Customers, Equity Holders & Other Constituents  | 0.70  | 0.70  | \$346.50   |    |
|   |            |              | Review/comment of weekly deliverables for Creditors   |       |       |            |   |
| Fri   | 12/18/2020 | M Karbner    | Interface with Creditors, Customers, Equity Holders & Other Constituents  | 0.40  | 0.40  | \$198.00   |    |
|   |            |              | Review/comment of notes for weekly CRO call   |       |       |            |   |
| Fri   | 12/18/2020 | M Karbner    | Interface with Creditors, Customers, Equity Holders & Other Constituents  | 0.30  | 0.30  | \$148.50   |    |
|   |            |              | Communicate with K. Miramadi re Nov Prof fee payments   |       |       |            |   |
| Fri   | 12/18/2020 | M Karbner    | Interface with Creditors, Customers, Equity Holders & Other Constituents  | 0.90  | 0.90  | \$445.50   |   |
|   |            |              | CRO Update call with Lenders  |       |       |            |   |
| Wed   | 12/30/2020 | M Karbner    | Interface with Creditors, Customers, Equity Holders & Other Constituents  | 0.30  | 0.30  | \$148.50   |  |
|   |            |              | Review/comment of CRO notes for weekly CRO update call  |       |       |            |   |
| M Karbner Total:  |            |              |   | 11.40 | 11.40 | \$5,643.00 |   |
| <i>P Bellot</i>   |            |              |   |       |       |            |   |
| Mon   | 11/30/2020 | P Bellot     | Interface with Creditors, Customers, Equity Holders & Other Constituents  | 0.90  | 0.90  | \$337.50   |  |
|   |            |              | Call with P Cunningham, R Gayle re: lease tracking with PG updates, review open issues with lease tracking                            |       |       |            |   |
| Tues  | 12/1/2020  | P Bellot     | Interface with Creditors, Customers, Equity Holders & Other Constituents  | 0.30  | 0.30  | \$112.50   |  |
|   |            |              | Research on historical payments for UCC requests  |       |       |            |   |
| Thur  | 12/3/2020  | P Bellot     | Interface with Creditors, Customers, Equity Holders & Other Constituents  | 1.00  | 1.00  | \$375.00   |  |
|   |            |              | Call with B Gleason, M Karbner, K Doyle, R Gayle, UCC FA's (Preis, Rooney, Hurwitz) re: review of company, open questions, follow-ups |       |       |            |   |
| P Bellot Total:   |            |              |   | 2.20  | 2.20  | \$825.00   |   |
| <i>Rodney Gayle</i>   |            |              |   |       |       |            |   |
| Mon   | 11/30/2020 | Rodney Gayle | Interface with Creditors, Customers, Equity Holders & Other Constituents  | 1.30  | 1.30  | \$682.50   |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date       | Employee     | Description  | Hrs  | B-Hrs | Amount   | *   |
|---|------------|--------------|--|------|-------|----------|---|
| <i>Interface with Creditors, Customers, Equity Holders &amp; Other Constituents</i> |            |              |  |      |       |          |   |
| Mon   | 11/30/2020 | Rodney Gayle | Call with K Miramadi, j Wicker, J Johnson re: regional organizational structure  | 0.20 | 0.20  | \$105.00 |    |
| Tues  | 12/1/2020  | Rodney Gayle | Interface with Creditors, Customers, Equity Holders & Other Constituents<br>Review/reply re: FA request for discussions, ops review  | 0.40 | 0.40  | \$210.00 |    |
| Tues  | 12/1/2020  | Rodney Gayle | Prep/review for call on Disclosure Schedule / Cure Costs review<br>Interface with Creditors, Customers, Equity Holders & Other Constituents  | 1.50 | 1.50  | \$787.50 |    |
| Thur  | 12/3/2020  | Rodney Gayle | Call with K Miramadi, B Gleason (partial) re: contract schedule/cure costs review, regional structure questions, organizational issues<br>Interface with Creditors, Customers, Equity Holders & Other Constituents | 0.50 | 0.50  | \$262.50 |  |
| Thur  | 12/3/2020  | Rodney Gayle | Analysis/update on CRO report-out, COVID incident reporting, Hilco lease renegotiation update, marketing update<br>Interface with Creditors, Customers, Equity Holders & Other Constituents                        | 0.40 | 0.40  | \$210.00 |  |
| Fri   | 12/4/2020  | Rodney Gayle | Analysis/update on CRO report-out<br>Interface with Creditors, Customers, Equity Holders & Other Constituents  | 0.40 | 0.40  | \$210.00 |  |
| Fri   | 12/4/2020  | Rodney Gayle | Analysis/update on CRO report-out<br>Interface with Creditors, Customers, Equity Holders & Other Constituents  | 0.80 | 0.80  | \$420.00 |  |
| Tues  | 12/8/2020  | Rodney Gayle | Call with DIP Lender for CRO review<br>Interface with Creditors, Customers, Equity Holders & Other Constituents  | 0.40 | 0.40  | \$210.00 |  |
| Thur  | 12/10/2020 | Rodney Gayle | Call with K Miramadi, J Wicker, P Bellot re: lease amendment deal structures, cure objection analysis<br>Interface with Creditors, Customers, Equity Holders & Other Constituents                                  | 0.70 | 0.70  | \$367.50 |  |
|   |            |              | Call with K Miramadi, J Wicker, M Karbiner re: review/walk of credit analysis  |      |       |          |   |

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| Day   | Date       | Employee     | Description  | Hrs  | B-Hrs | Amount   | *   |
|---|------------|--------------|--|------|-------|----------|---|
| <i>Interface with Creditors, Customers, Equity Holders &amp; Other Constituents</i> |            |              |  |      |       |          |   |
| Fri   | 12/11/2020 | Rodney Gayle | Interface with Creditors, Customers, Equity Holders & Other Constituents   | 0.60 | 0.60  | \$315.00 |    |
| Mon   | 12/14/2020 | Rodney Gayle | Call with DIP Lender for CRO review<br>Interface with Creditors, Customers, Equity Holders & Other Constituents  | 1.00 | 1.00  | \$525.00 |    |
| Mon   | 12/14/2020 | Rodney Gayle | Call with K Miramadi, D Mayer, B Vahaly, B Gleason re: management meeting, finance department review<br>Interface with Creditors, Customers, Equity Holders & Other Constituents   | 1.20 | 1.20  | \$630.00 |    |
| Tues  | 12/15/2020 | Rodney Gayle | Review/organize/reply re: ABC billing review meeting with bidder FA, YF personnel<br>Interface with Creditors, Customers, Equity Holders & Other Constituents  | 0.30 | 0.30  | \$157.50 |    |
| Tues  | 12/15/2020 | Rodney Gayle | Call with K Miramadi re: ABC meeting follow-ups<br>Interface with Creditors, Customers, Equity Holders & Other Constituents  | 1.00 | 1.00  | \$525.00 |  |
| Fri   | 12/18/2020 | Rodney Gayle | Call with K Miramadi, D Mayer, J Johnson, R Merryman, B Vahaly, F Napolitano re: ABC Billing review<br>Interface with Creditors, Customers, Equity Holders & Other Constituents  | 0.90 | 0.90  | \$472.50 |  |
| Fri   | 12/18/2020 | Rodney Gayle | CRO update call to lenders<br>Interface with Creditors, Customers, Equity Holders & Other Constituents   | 0.80 | 0.80  | \$420.00 |  |
| Fri   | 12/18/2020 | Rodney Gayle | Call with B Gleason, K Miramadi (partial) re: transition planning<br>Interface with Creditors, Customers, Equity Holders & Other Constituents  | 0.10 | 0.10  | \$52.50  |  |
| Tues  | 12/22/2020 | Rodney Gayle | Review/reply re: UCC request for WCDB insider analysis<br>Interface with Creditors, Customers, Equity Holders & Other Constituents   | 0.70 | 0.70  | \$367.50 |  |
| Mon   | 12/28/2020 | Rodney Gayle | Call with B Gleason, B Vahaly (partial), K Miramadi (partial), F Napolitano (partial) J Johnson re: rejected club closure options, review execution/issues<br>Interface with Creditors, Customers, Equity Holders & Other Constituents | 0.20 | 0.20  | \$105.00 |  |
|   |            |              | Call with K Miramadi re: draft sale in AZ, lender review   |      |       |          |   |

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\* = Invoiced (mouse over for #), = Marked as Billed, = Non-Billable, \* = Xtra

**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date       | Employee     | Description  | Hrs   | B-Hrs | Amount      | * |
|---|------------|--------------|--|-------|-------|-------------|---|
| <u>Interface with Creditors, Customers, Equity Holders &amp; Other Constituents</u> |            |              |  |       |       |             |   |
| Wed   | 12/30/2020 | Rodney Gayle | Interface with Creditors, Customers, Equity Holders & Other Constituents<br>CRO update call to lenders | 0.50  | 0.50  | \$262.50    |   |
| Rodney Gayle Total:   |            |              |  | 13.90 | 13.90 | \$7,297.50  |   |
| Interface with Creditors, Customers, Equity Holders & Other Constituents Total:     |            |              |  | 30.10 | 30.10 | \$14,447.50 |   |

Interface with UCC Counsel and Financial AdvisorsA Mink

|               |            |        |   |      |      |          |  |
|---------------|------------|--------|---|------|------|----------|--|
| Thur          | 12/10/2020 | A Mink | Interface with UCC Counsel and Financial Advisors<br>Call with P Hurwitz, P Preis, L Rooney, B Gleason, M Karbiner, R Gayle re: open questions/discussion on adequate assurance, budget to actuals, cure costs, claims pool | 0.50 | 0.50 | \$262.50 |  |
| A Mink Total: |            |        |   | 0.50 | 0.50 | \$262.50 |  |

K Doyle

|      |            |         |  |      |      |          |  |
|------|------------|---------|--|------|------|----------|--|
| Mon  | 11/30/2020 | K Doyle | Interface with UCC Counsel and Financial Advisors<br>Creating/Updating schedules per UCC diligence requests  | 1.60 | 1.60 | \$424.00 |  |
| Tues | 12/1/2020  | K Doyle | Interface with UCC Counsel and Financial Advisors<br>Responding to UCC diligence requests regarding 90 Day & Insider payments with M Karbiner & D Mayer  | 1.40 | 1.40 | \$371.00 |  |
| Wed  | 12/2/2020  | K Doyle | Interface with UCC Counsel and Financial Advisors<br>Providing additional schedules & responses to UCC diligence questions   | 0.80 | 0.80 | \$212.00 |  |
| Thur | 12/3/2020  | K Doyle | Interface with UCC Counsel and Financial Advisors<br>Call with B Gleason, M Karbiner, R Gayle, P Bellot (Partial), UCC FA's (Preis, Rooney, Hurwitz) re: review of company, open questions, follow-ups | 1.20 | 1.20 | \$318.00 |  |
| Sun  | 12/6/2020  | K Doyle | Interface with UCC Counsel and Financial Advisors<br>Call with Lee Rooney (Dundon) and M Karbiner re scorecard   | 0.20 | 0.20 | \$53.00  |  |
| Tues | 12/8/2020  | K Doyle | Interface with UCC Counsel and Financial Advisors<br>Review disbursements with M Karbiner & D Mayer  | 0.70 | 0.70 | \$185.50 |  |

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| Day  | Date       | Employee  | Description   | Hrs          | B-Hrs        | Amount            | *   |
|--|------------|-----------|---|--------------|--------------|-------------------|---|
| <i>Interface with UCC Counsel and Financial Advisors</i> |            |           |   |              |              |                   |   |
| Tues   | 12/8/2020  | K Doyle   | Interface with UCC Counsel and Financial Advisors   | 2.30         | 2.30         | \$609.50          |    |
|  |            |           | Reconciling & updating 4 Year Disbursement deliverable  |              |              |                   |   |
| Wed  | 12/9/2020  | K Doyle   | Interface with UCC Counsel and Financial Advisors   | 1.50         | 1.50         | \$397.50          |    |
|  |            |           | Updating disbursement schedule request  |              |              |                   |   |
| Fri  | 12/11/2020 | K Doyle   | Interface with UCC Counsel and Financial Advisors   | 1.20         | 1.20         | \$318.00          |    |
|  |            |           | Updating UCC request on disbursements   |              |              |                   |   |
| Tues   | 12/15/2020 | K Doyle   | Interface with UCC Counsel and Financial Advisors   | 0.40         | 0.40         | \$106.00          |    |
|  |            |           | Providing updated schedule for UCC request  |              |              |                   |   |
| Wed  | 12/16/2020 | K Doyle   | Interface with UCC Counsel and Financial Advisors   | 1.60         | 1.60         | \$424.00          |  |
|  |            |           | Updating Proposed Diligence Requests & Schedules  |              |              |                   |   |
| Thur   | 12/17/2020 | K Doyle   | Interface with UCC Counsel and Financial Advisors   | 1.10         | 1.10         | \$291.50          |  |
|  |            |           | Reviewing invoices for UCC request  |              |              |                   |   |
| Thur   | 12/17/2020 | K Doyle   | Interface with UCC Counsel and Financial Advisors   | 0.60         | 0.60         | \$159.00          |  |
|  |            |           | Review UCC Request on WC schedule with M Karbner  |              |              |                   |   |
| <b>K Dogle Total:</b>                                    |            |           |   | <b>14.60</b> | <b>14.60</b> | <b>\$3,869.00</b> |   |
| <i>M Karbner</i>   |            |           |   |              |              |                   |   |
| Mon  | 11/30/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors   | 0.90         | 0.90         | \$445.50          |  |
|  |            |           | Review, prep, comment schedules per UCC diligence requests                                      |              |              |                   |   |
| Mon  | 11/30/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors   | 0.20         | 0.20         | \$99.00           |  |
|  |            |           | Review/comment Corp EE detail schedule for UCC request  |              |              |                   |   |
| Tues   | 12/1/2020  | M Karbner | Interface with UCC Counsel and Financial Advisors   | 1.40         | 1.40         | \$693.00          |  |
|  |            |           | Responding to UCC diligence requests regarding 90 Day & Insider payments with K Doyle & D Mayer |              |              |                   |   |
| Wed  | 12/2/2020  | M Karbner | Interface with UCC Counsel and Financial Advisors   | 0.70         | 0.70         | \$346.50          |  |



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| Day  | Date      | Employee  | Description  | Hrs  | B-Hrs | Amount   | *   |
|--|-----------|-----------|--|------|-------|----------|---|
| <i>Interface with UCC Counsel and Financial Advisors</i> |           |           |  |      |       |          |   |
| Wed  | 12/2/2020 | M Karbner | Prep, update and comment on UCC info requests  | 0.30 | 0.30  | \$148.50 |    |
| Wed  | 12/2/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors  | 0.40 | 0.40  | \$198.00 |    |
| Thur   | 12/3/2020 | M Karbner | Prep, update and comment on UCC info requests  | 0.30 | 0.30  | \$148.50 |    |
| Thur   | 12/3/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors  | 1.70 | 1.70  | \$841.50 |    |
| Thur   | 12/3/2020 | M Karbner | Prep, update and comment on UCC info requests  | 0.40 | 0.40  | \$198.00 |  |
| Thur   | 12/3/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors  | 1.20 | 1.20  | \$594.00 |  |
| Fri  | 12/4/2020 | M Karbner | Call with B Gleason, R Gayle, K Doyle, P Bellot (Partial), UCC FA's (Preis, Rooney, Hurwitz) re: review of company, open questions, follow-ups | 0.30 | 0.30  | \$148.50 |  |
| Sat  | 12/5/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors  | 0.40 | 0.40  | \$198.00 |  |
| Sun  | 12/6/2020 | M Karbner | Prep, update and comment on UCC info requests  | 0.20 | 0.20  | \$99.00  |  |
| Tues   | 12/8/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors  | 0.40 | 0.40  | \$198.00 |  |
|  |           |           | Review/comment 4 year insider payments schedule  |      |       |          |   |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date       | Employee  | Description   | Hrs  | B-Hrs | Amount   | *   |
|---|------------|-----------|---|------|-------|----------|---|
| <i><b>Interface with UCC Counsel and Financial Advisors</b></i> |            |           |   |      |       |          |   |
| Tues  | 12/8/2020  | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Review SOAL / SOFA excel workbooks for UCC request   | 0.30 | 0.30  | \$148.50 |    |
| Tues  | 12/8/2020  | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Review/comment of 4 year insider payments schedule   | 1.40 | 1.40  | \$693.00 |    |
| Wed   | 12/9/2020  | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Call with R Gayle re: UCC FA meeting topics  | 0.10 | 0.10  | \$49.50  |    |
| Wed   | 12/9/2020  | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Communicate with E Howe re SOAL / SOFA excel workbooks   | 0.20 | 0.20  | \$99.00  |    |
| Wed   | 12/9/2020  | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Review Gator Projection model and Adequate Assurance Projections for Dundon call   | 0.60 | 0.60  | \$297.00 |  |
| Wed   | 12/9/2020  | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Review/comment 4 year insider payments schedule  | 0.90 | 0.90  | \$445.50 |  |
| Wed   | 12/9/2020  | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Review SOAL / SOFA excel workbooks for UCC request   | 0.20 | 0.20  | \$99.00  |  |
| Wed   | 12/9/2020  | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Communicate with Dundon re SOAL / SOFA excel workbook  | 0.10 | 0.10  | \$49.50  |  |
| Thur  | 12/10/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Prep call with Teri Kendall (Gator Projection Model)   | 0.80 | 0.80  | \$396.00 |  |
| Thur  | 12/10/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Call with P Hurwitz, P Preis, L Rooney, K. Miramadi, J. Wicker and T. Kendall re Gator Projection model and Adequate Assurance projections | 0.60 | 0.60  | \$297.00 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date       | Employee  | Description   | Hrs  | B-Hrs | Amount   | *   |
|---|------------|-----------|---|------|-------|----------|---|
| <i><b>Interface with UCC Counsel and Financial Advisors</b></i> |            |           |   |      |       |          |   |
| Thur  | 12/10/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Review Adequate Assurance projections for UCC call   | 0.30 | 0.30  | \$148.50 |    |
| Thur  | 12/10/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Call with R Gayle re: UCC requests, cure analysis updates  | 0.60 | 0.60  | \$297.00 |    |
| Thur  | 12/10/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Review/comment 4 year insider payments schedule  | 0.40 | 0.40  | \$198.00 |    |
| Thur  | 12/10/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Call with P Hurwitz, P Preis, L Rooney, B Gleason, R Gayle, A Mink (partial) re: open questions/discussion on adequate assurance, budget to actuals, cure costs, claims pool | 0.60 | 0.60  | \$297.00 |    |
| Thur  | 12/10/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Call with K Landis re organizing 4 years of insider payments   | 0.10 | 0.10  | \$49.50  |  |
| Thur  | 12/10/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Call with R Gayle re: UCC request status   | 0.10 | 0.10  | \$49.50  |  |
| Thur  | 12/10/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Call with R Gayle re: credit analysis follow-up  | 0.10 | 0.10  | \$49.50  |  |
| Fri   | 12/11/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Communicate with E Howe re 4-year insider payments   | 0.20 | 0.20  | \$99.00  |  |
| Fri   | 12/11/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Review/comment 4 year insider payments schedule  | 0.90 | 0.90  | \$445.50 |  |
| Fri   | 12/11/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors<br>Review Cure Cost schedule as of 11/8   | 0.40 | 0.40  | \$198.00 |  |
| Fri   | 12/11/2020 | M Karbner | Interface with UCC Counsel and Financial Advisors   | 0.20 | 0.20  | \$99.00  |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date       | Employee    | Description  | Hrs  | B-Hrs | Amount   | *   |
|--|------------|-------------|--|------|-------|----------|---|
| <i>Interface with UCC Counsel and Financial Advisors</i> |            |             |  |      |       |          |   |
|  |            |             | Communicate with D Mayer re<br>4-year insider payments             |      |       |          |   |
| Fri  | 12/11/2020 | M Karbinder | Interface with UCC Counsel and Financial<br>Advisors               | 0.20 | 0.20  | \$99.00  |    |
|  |            |             | Communicate with D Mayer re Blank<br>Rome legal payments           |      |       |          |   |
| Fri  | 12/11/2020 | M Karbinder | Interface with UCC Counsel and Financial<br>Advisors               | 0.40 | 0.40  | \$198.00 |    |
|  |            |             | Review/comment of Lime member<br>data for UCC                      |      |       |          |   |
| Sat  | 12/12/2020 | M Karbinder | Interface with UCC Counsel and Financial<br>Advisors               | 0.10 | 0.10  | \$49.50  |    |
|  |            |             | Communicate with BG re UCC<br>deliverables                         |      |       |          |   |
| Sat  | 12/12/2020 | M Karbinder | Interface with UCC Counsel and Financial<br>Advisors               | 0.30 | 0.30  | \$148.50 |    |
|  |            |             | Review/comment re 4-year insider<br>payments and send to UCC       |      |       |          |   |
| Sat  | 12/12/2020 | M Karbinder | Interface with UCC Counsel and Financial<br>Advisors               | 0.40 | 0.40  | \$198.00 |  |
|  |            |             | Review/comment re Cure Cost<br>schedule as of 11/8 and send to UCC |      |       |          |   |
| Tues   | 12/15/2020 | M Karbinder | Interface with UCC Counsel and Financial<br>Advisors               | 0.40 | 0.40  | \$198.00 |  |
|  |            |             | Review/comment schedule for UCC<br>request                         |      |       |          |   |
| Tues   | 12/15/2020 | M Karbinder | Interface with UCC Counsel and Financial<br>Advisors               | 0.10 | 0.10  | \$49.50  |  |
|  |            |             | Communicate with UCC FA/send<br>4-year payments to West Central    |      |       |          |   |
| Wed  | 12/16/2020 | M Karbinder | Interface with UCC Counsel and Financial<br>Advisors               | 1.90 | 1.90  | \$940.50 |  |
|  |            |             | Review/comment of deliverables for<br>UCC request                  |      |       |          |   |
| Thur   | 12/17/2020 | M Karbinder | Interface with UCC Counsel and Financial<br>Advisors               | 1.40 | 1.40  | \$693.00 |  |
|  |            |             | Review/comment of UCC request -<br>WC deliverables                 |      |       |          |   |
| Thur   | 12/17/2020 | M Karbinder | Interface with UCC Counsel and Financial<br>Advisors               | 0.60 | 0.60  | \$297.00 |  |
|  |            |             | Review UCC request on WC<br>deliverables with K Doyle              |      |       |          |   |
| Fri  | 12/18/2020 | M Karbinder | Interface with UCC Counsel and Financial<br>Advisors               | 1.30 | 1.30  | \$643.50 |  |

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
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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date       | Employee     | Description  | Hrs   | B-Hrs | Amount      | *   |
|--|------------|--------------|--|-------|-------|-------------|---|
| <i>Interface with UCC Counsel and Financial Advisors</i> |            |              |  |       |       |             |   |
|  |            |              | Review/comment of UCC request -<br>WC deliverables   |       |       |             |   |
| M Karbiner Total:  |            |              |  | 25.00 | 25.00 | \$12,375.00 |   |
| <i>P Bellot</i>  |            |              |  |       |       |             |   |
| Tues   | 12/8/2020  | P Bellot     | Interface with UCC Counsel and Financial<br>Advisors<br>Call with K Miramadi, J Wicker, R<br>Gayle re: lease amendment deal<br>structures, cure objection analysis | 0.40  | 0.40  | \$150.00    |    |
| P Bellot Total:  |            |              |  | 0.40  | 0.40  | \$150.00    |   |
| <i>Rodney Gayle</i>                                      |            |              |  |       |       |             |   |
| Mon  | 11/30/2020 | Rodney Gayle | Interface with UCC Counsel and Financial<br>Advisors   | 0.90  | 0.90  | \$472.50    |    |
|  |            |              | Call with P Cunningham, P Bellot re:<br>lease tracking with PG updates,<br>review open issues with lease<br>tracking   |       |       |             |   |
| Tues   | 12/1/2020  | Rodney Gayle | Interface with UCC Counsel and Financial<br>Advisors   | 4.50  | 4.50  | \$2,362.50  |  |
|  |            |              | Develop analysis for lease PGs and<br>historical payments  |       |       |             |   |
| Wed  | 12/2/2020  | Rodney Gayle | Interface with UCC Counsel and Financial<br>Advisors   | 2.30  | 2.30  | \$1,207.50  |  |
|  |            |              | Develop analysis for lease PGs and<br>historical payments  |       |       |             |   |
| Thur   | 12/3/2020  | Rodney Gayle | Interface with UCC Counsel and Financial<br>Advisors   | 0.40  | 0.40  | \$210.00    |  |
|  |            |              | Hilco lease renegotiation update,<br>marketing update  |       |       |             |   |
| Thur   | 12/3/2020  | Rodney Gayle | Interface with UCC Counsel and Financial<br>Advisors   | 0.90  | 0.90  | \$472.50    |  |
|  |            |              | Review/research/reply re: UCC<br>inquiry on PG analysis  |       |       |             |   |
| Thur   | 12/3/2020  | Rodney Gayle | Interface with UCC Counsel and Financial<br>Advisors   | 1.20  | 1.20  | \$630.00    |  |
|  |            |              | Call with B Gleason, M Karbiner, K<br>Doyle, P Bellot (Partial), UCC FA's<br>(Preis, Rooney, Hurwitz) re: review of<br>company, open questions, follow-ups         |       |       |             |   |
| Thur   | 12/3/2020  | Rodney Gayle | Interface with UCC Counsel and Financial<br>Advisors   | 0.30  | 0.30  | \$157.50    |  |
|  |            |              | Call with B Gleason, M Karbiner re:<br>UCC follow-ups  |       |       |             |   |

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| Day  | Date       | Employee     | Description  | Hrs  | B-Hrs | Amount   | *   |
|--|------------|--------------|--|------|-------|----------|---|
| <i>Interface with UCC Counsel and Financial Advisors</i> |            |              |  |      |       |          |   |
| Fri  | 12/4/2020  | Rodney Gayle | Interface with UCC Counsel and Financial Advisors<br>COVID incident reporting  | 0.30 | 0.30  | \$157.50 |    |
| Fri  | 12/4/2020  | Rodney Gayle | Interface with UCC Counsel and Financial Advisors<br>Marketing update  | 0.30 | 0.30  | \$157.50 |    |
| Fri  | 12/4/2020  | Rodney Gayle | Interface with UCC Counsel and Financial Advisors<br>Review/reply to UCC/FA requests   | 0.20 | 0.20  | \$105.00 |    |
| Fri  | 12/4/2020  | Rodney Gayle | Interface with UCC Counsel and Financial Advisors<br>Hilco lease renegotiation update  | 0.30 | 0.30  | \$157.50 |    |
| Sat  | 12/5/2020  | Rodney Gayle | Interface with UCC Counsel and Financial Advisors<br>Review/research/reply re: UCC inquiry on litigations  | 0.40 | 0.40  | \$210.00 |    |
| Wed  | 12/9/2020  | Rodney Gayle | Interface with UCC Counsel and Financial Advisors<br>Call with M Karbiner re: UCC FA meeting topics  | 0.10 | 0.10  | \$52.50  |   |
| Thur   | 12/10/2020 | Rodney Gayle | Interface with UCC Counsel and Financial Advisors<br>Call with M Karbiner re: UCC request status   | 0.10 | 0.10  | \$52.50  |  |
| Thur   | 12/10/2020 | Rodney Gayle | Interface with UCC Counsel and Financial Advisors<br>Call with M Karbiner re credit analysis follow-up   | 0.10 | 0.10  | \$52.50  |  |
| Thur   | 12/10/2020 | Rodney Gayle | Interface with UCC Counsel and Financial Advisors<br>Review/update lease cure analysis, review UCC deliverables  | 0.50 | 0.50  | \$262.50 |  |
| Thur   | 12/10/2020 | Rodney Gayle | Interface with UCC Counsel and Financial Advisors<br>Call with M Karbiner re: UCC requests, cure analysis updates  | 0.60 | 0.60  | \$315.00 |  |
| Thur   | 12/10/2020 | Rodney Gayle | Interface with UCC Counsel and Financial Advisors<br>Call with P Hurwitz, P Preis, L Rooney, B Gleason, M Karbiner, A Mink (partial) re: open questions/discussion on adequate assurance, budget to actuals, cure costs, claims pool | 0.60 | 0.60  | \$315.00 |  |
| Thur   | 12/17/2020 | Rodney Gayle | Interface with UCC Counsel and Financial Advisors  | 0.90 | 0.90  | \$472.50 |  |

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\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra

**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date | Employee | Description   | Hrs   | B-Hrs | Amount      | * |
|--|------|----------|---|-------|-------|-------------|---|
| <i>Interface with UCC Counsel and Financial Advisors</i> |      |          |   |       |       |             |   |
|  |      |          | Review/analysis/reply re: response to USS request on WCDB payment support |       |       |             |   |
| Rodnev Gavle Total:                                      |      |          |   | 14.90 | 14.90 | \$7,822.50  |   |
| Interface with UCC Counsel and Financial Advisors Total: |      |          |   | 55.40 | 55.40 | \$24,479.00 |   |

*Operational Management**A Mink*

|               |            |        |   |      |      |            |   |
|---------------|------------|--------|---|------|------|------------|---|
| Wed           | 12/2/2020  | A Mink | Operational Management<br>Call with P Bellot, K Doyle, B Gleason & R Gayle to discuss schedule/SOFA prep, Dec Payment strategies, and hearing prep  | 0.50 | 0.50 | \$262.50   |    |
| Fri           | 12/4/2020  | A Mink | Operational Management<br>Call with P Bellot, K Doyle, B Gleason, R Gayle, D Mayer, and K Landis to discuss schedule/SOFA, management strategies, and hearing prep                                  | 0.50 | 0.50 | \$262.50   |    |
| Fri           | 12/4/2020  | A Mink | Operational Management<br>Call with B Gleason, M Karbiner, R Gayle,, P Bellot (partial), K Doyle, K Landis re: case updates, UCC requests/responses, schedule status, workstream update, next steps | 0.80 | 0.80 | \$420.00   |  |
| Mon           | 12/7/2020  | A Mink | Operational Management<br>Call with B Gleason, M Karbiner, K Doyle, P Bellot, R Gayle re: case update, workstream updates, open issues, coordinate next steps, transition issues                    | 0.60 | 0.60 | \$315.00   |  |
| Thur          | 12/17/2020 | A Mink | Operational Management<br>Call with B Gleason, M Karbiner, R Gayle, K Doyle and D Mayer to discuss 341 Meeting  | 0.60 | 0.60 | \$315.00   |  |
| A Mink Total: |            |        |   | 3.00 | 3.00 | \$1,575.00 |   |

*K Doyle*

|     |            |         |   |      |      |          |   |
|-----|------------|---------|---|------|------|----------|---|
| Mon | 11/30/2020 | K Doyle | Operational Management<br>Reviewing Budgeted Disbursements for the week with D Mayer & M Karbiner | 0.80 | 0.80 | \$212.00 |  |
| Wed | 12/2/2020  | K Doyle | Operational Management  | 1.30 | 1.30 | \$344.50 |  |

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



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- Time Entry Date: 11/30/2020 to 12/31/2020
- Project ID: YouFit III - BK: to YouFit III - BK:

\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra

**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|----------|---|------|-------|----------|---|
| <i>Operational Management</i> |            |          |   |      |       |          |   |
|                               |            |          | Call with B Gleason, M Karbiner, P Bellot, R Gayle re: case updates, UCC requests/responses, schedule status, workstream update, rejection review                                 |      |       |          |   |
| Wed                           | 12/2/2020  | K Doyle  | Operational Management  | 0.50 | 0.50  | \$132.50 |    |
|                               |            |          | Call with P Bellot, A Mink, B Gleason & R Gayle to discuss schedule/SOFA prep, Dec Payment strategies, and hearing prep   |      |       |          |   |
| Fri                           | 12/4/2020  | K Doyle  | Operational Management  | 0.90 | 0.90  | \$238.50 |    |
|                               |            |          | Call with B Gleason, M Karbiner, A Mink (partial), P Bellot (partial), R Gayle, K Landis re: case updates, UCC requests/responses, schedule status, workstream update, next steps |      |       |          |   |
| Fri                           | 12/4/2020  | K Doyle  | Operational Management  | 0.50 | 0.50  | \$132.50 |  |
|                               |            |          | Call with P Bellot, A Mink, B Gleason, R Gayle, D Mayer, and K Landis to discuss schedule/SOFA, management strategies, and hearing prep   |      |       |          |   |
| Mon                           | 12/7/2020  | K Doyle  | Operational Management  | 0.60 | 0.60  | \$159.00 |  |
|                               |            |          | Call with B Gleason, M Karbiner, R Gayle, P Bellot, A Mink re: case update, workstream updates, open issues, coordinate next steps, transition issues                             |      |       |          |   |
| Tues                          | 12/8/2020  | K Doyle  | Operational Management  | 0.20 | 0.20  | \$53.00  |  |
|                               |            |          | Call with P Bellot to reconcile rent vs. budget   |      |       |          |   |
| Wed                           | 12/9/2020  | K Doyle  | Operational Management  | 1.00 | 1.00  | \$265.00 |  |
|                               |            |          | Call B Gleason, M Karbiner, R Gayle, K Landis re: team meeting, review of open analysis, workstream updates, transition planning  |      |       |          |   |
| Fri                           | 12/11/2020 | K Doyle  | Operational Management  | 0.30 | 0.30  | \$79.50  |  |
|                               |            |          | Call with M Karbiner, R Gayle, K Landis, P Bellot re: team meeting, review of open analysis, workstream updates, transition planning  |      |       |          |   |
| Mon                           | 12/14/2020 | K Doyle  | Operational Management  | 1.10 | 1.10  | \$291.50 |  |



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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|----------|---|------|-------|----------|---|
| <i>Operational Management</i> |            |          |   |      |       |          |   |
| Mon                           | 12/14/2020 | K Doyle  | Reviewing Phoenix invoices & retainer application with M Karbner<br>Operational Management  | 0.90 | 0.90  | \$238.50 |    |
| Mon                           | 12/14/2020 | K Doyle  | Reviewing cash disbursements for the week<br>Operational Management   | 0.50 | 0.50  | \$132.50 |    |
| Tues                          | 12/15/2020 | K Doyle  | Call with B Gleason, M Karbner, R Gayle, P Bellot, K Landis re: BK case updates, workstream updates, schedule coordination, deliverable review<br>Operational Management                                  | 0.50 | 0.50  | \$132.50 |    |
| Wed                           | 12/16/2020 | K Doyle  | Updating Professional Fee invoices to be paid on correct date<br>Operational Management   | 0.50 | 0.50  | \$132.50 |   |
| Wed                           | 12/16/2020 | K Doyle  | Call with B Gleason, M Karbner, R Gayle, P Bellot, K Landis re: BK case updates, bid deadline results/next steps, workstream updates, schedule coordination, deliverable review<br>Operational Management | 1.40 | 1.40  | \$371.00 |  |
| Thur                          | 12/17/2020 | K Doyle  | Call with M Karbner (partial), R Gayle re: GC project payments analysis<br>Operational Management   | 0.60 | 0.60  | \$159.00 |  |
| Fri                           | 12/18/2020 | K Doyle  | Call with B Gleason, M Karbner, R Gayle, A Mink and D Mayer to discuss 341 Meeting<br>Operational Management  | 0.60 | 0.60  | \$159.00 |  |
| Mon                           | 12/21/2020 | K Doyle  | Call with B Gleason, M Karbner, R Gayle, P Bellot, K Landis re: BK case updates, transition updates, workstream updates, schedule coordination, deliverable review<br>Operational Management              | 1.20 | 1.20  | \$318.00 |  |
| Wed                           | 12/23/2020 | K Doyle  | Call with B Gleason, M Karbner, P Bellot, R Gayle, K Landis (partial) D Mayer (partial) re: BK update, transition planning update, budget approach, transition approach<br>Operational Management         | 0.80 | 0.80  | \$212.00 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee | Description   | Hrs          | B-Hrs        | Amount            | *   |
|-------------------------------|------------|----------|---|--------------|--------------|-------------------|---|
| <i>Operational Management</i> |            |          |   |              |              |                   |   |
| Wed                           | 12/23/2020 | K Doyle  | Call with B Gleason, M Karbiner, P Bellot, and R Gayle re: transition planning, budget extension review, assumption review<br>Operational Management  | 0.50         | 0.50         | \$132.50          |    |
| Wed                           | 12/23/2020 | K Doyle  | Call with B Gleason, M Karbiner, P Bellot, and R Gayle re: hearing f/u, solution review<br>Operational Management   | 0.70         | 0.70         | \$185.50          |    |
| Mon                           | 12/28/2020 | K Doyle  | Call with B Gleason, M Karbiner, P Bellot, R Gayle re: hearing outcome, budget, next steps<br>Operational Management  | 0.70         | 0.70         | \$185.50          |    |
| Mon                           | 12/28/2020 | K Doyle  | Reviewing D Mayer's planned disbursements for the week and comparing to budget<br>Operational Management  | 0.40         | 0.40         | \$106.00          |  |
| Tues                          | 12/29/2020 | K Doyle  | Call with B Gleason, M Karbiner, R Gayle, P Bellot and K Landis re DIP budget review/approach/next steps, draft sale updates, bk scheduled filing status, membership communication update<br>Operational Management | 1.40         | 1.40         | \$371.00          |  |
| Wed                           | 12/30/2020 | K Doyle  | Creating OCP declaration detail summary & updating for needed information<br>Operational Management   | 1.10         | 1.10         | \$291.50          |  |
| Wed                           | 12/30/2020 | K Doyle  | Corresponding & Finalizing Fee App with GT<br>Operational Management  | 0.90         | 0.90         | \$238.50          |  |
|                               |            |          | Call with B Gleason, M Karbiner, P Bellot, R Gayle, K Landis re: case update, workstream review, next steps   |              |              |                   |   |
| <b>K Dvle Total:</b>          |            |          |   | <b>19.90</b> | <b>19.90</b> | <b>\$5,273.50</b> |   |

**K Landis**

|     |           |          |  |      |      |          |   |
|-----|-----------|----------|--|------|------|----------|---|
| Fri | 12/4/2020 | K Landis | Operational Management   | 0.90 | 0.90 | \$175.50 |  |
|     |           |          | Call with B Gleason, R Gayle, A Mink (partial), P Bellot (partial), K Doyle, M Karbiner re: case updates, UCC requests/responses, schedule status, workstream update, next steps |      |      |          |   |

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



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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|----------|---|------|-------|----------|---|
| <i>Operational Management</i> |            |          |   |      |       |          |   |
| Fri                           | 12/4/2020  | K Landis | Operational Management<br>Call with P Bellot, A Mink, B Gleason, R Gayle, D Mayer, and K Doyle to discuss schedule/SOFA, management strategies, and hearing prep  | 0.50 | 0.50  | \$97.50  |    |
| Wed                           | 12/9/2020  | K Landis | Operational Management<br>Call B Gleason, M Karbiner, K Doyle (partial), R Gayle re: team meeting, review of open analysis, workstream updates, transition planning                                       | 1.30 | 1.30  | \$253.50 |    |
| Fri                           | 12/11/2020 | K Landis | Operational Management<br>Call with M Karbiner, K Doyle, R Gayle, P Bellot re: team meeting, review of open analysis, workstream updates, transition planning   | 0.30 | 0.30  | \$58.50  |    |
| Mon                           | 12/14/2020 | K Landis | Operational Management<br>Call with B Gleason, M Karbiner, K Doyle, P Bellot, R Gayle re: BK case updates, workstream updates, schedule coordination, deliverable review                                  | 0.50 | 0.50  | \$97.50  |  |
| Wed                           | 12/16/2020 | K Landis | Operational Management<br>Call with B Gleason, M Karbiner, K Doyle, P Bellot, R Gayle re: BK case updates, bid deadline results/next steps, workstream updates, schedule coordination, deliverable review | 0.50 | 0.50  | \$97.50  |  |
| Fri                           | 12/18/2020 | K Landis | Operational Management<br>Call with B Gleason, M Karbiner, K Doyle, P Bellot, R Gayle re: BK case updates, transition updates, workstream updates, schedule coordination, deliverable review              | 0.60 | 0.60  | \$117.00 |  |
| Fri                           | 12/18/2020 | K Landis | Operational Management<br>Call with P Bellot to discuss transition issues.  | 0.40 | 0.40  | \$78.00  |  |
| Mon                           | 12/21/2020 | K Landis | Operational Management<br>Call with B Gleason, M Karbiner, P Bellot, K Doyle, R Gayle, D Mayer (partial) re: BK update, transition planning update, budget approach, transition approach                  | 0.50 | 0.50  | \$97.50  |  |
| Mon                           | 12/28/2020 | K Landis | Operational Management  | 0.40 | 0.40  | \$78.00  |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee   | Description  | Hrs  | B-Hrs | Amount     | *   |
|-------------------------------|------------|------------|--|------|-------|------------|---|
| <i>Operational Management</i> |            |            |  |      |       |            |   |
|                               |            |            | Call with B Gleason, R Gayle, P Bellot, K Doyle, and M Karbiner re case update, DIP budget review/approach/next steps, draft sale updates, bk scheduled filing status, membership communication update |      |       |            |   |
| Tues                          | 12/29/2020 | K Landis   | Operational Management   | 0.20 | 0.20  | \$39.00    |    |
|                               |            |            | Call with R. Gayle re membership chart updates of % of membership metrics  |      |       |            |   |
| Wed                           | 12/30/2020 | K Landis   | Operational Management   | 0.90 | 0.90  | \$175.50   |    |
|                               |            |            | Call with B Gleason, M Karbiner, P Bellot, K Doyle, R Gayle re: case update, workstream review, next steps   |      |       |            |   |
| K Landis Total:               |            |            |  | 7.00 | 7.00  | \$1,365.00 |   |
| <i>M Karbiner</i>             |            |            |  |      |       |            |   |
| Mon                           | 11/30/2020 | M Karbiner | Operational Management   | 0.80 | 0.80  | \$396.00   |  |
|                               |            |            | Reviewed Budgeted Disbursements for the week with D Mayer & K Doyle  |      |       |            |   |
| Mon                           | 11/30/2020 | M Karbiner | Operational Management   | 0.90 | 0.90  | \$445.50   |  |
|                               |            |            | Call with B Gleason, R Gayle re: UCC follow-up status, scheduling, direction on next steps   |      |       |            |   |
| Tues                          | 12/1/2020  | M Karbiner | Operational Management   | 0.40 | 0.40  | \$198.00   |  |
|                               |            |            | Call with B Gleason, R Gayle re: workstream updates, coordinate UCC requests   |      |       |            |   |
| Tues                          | 12/1/2020  | M Karbiner | Operational Management   | 0.90 | 0.90  | \$445.50   |  |
|                               |            |            | Call with B Gleason, J Johnson, D Mayer, R Julianelli, R Gayle re: executive update, BK update, marketing performance review   |      |       |            |   |
| Wed                           | 12/2/2020  | M Karbiner | Operational Management   | 1.30 | 1.30  | \$643.50   |  |
|                               |            |            | Call with B Gleason, R Gayle, P Bellot, K Doyle re: case updates, UCC requests/responses, schedule status, workstream update, rejection review   |      |       |            |   |
| Thur                          | 12/3/2020  | M Karbiner | Operational Management   | 0.60 | 0.60  | \$297.00   |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee  | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|-----------|--|------|-------|----------|---|
| <i>Operational Management</i> |            |           |  |      |       |          |   |
|                               |            |           | Call with B Gleason, R Gayle re: coordination, Lender update prep, hearing prep, workstream updates, UCC requests, schedule issues, subsequent rejections.                     |      |       |          |   |
| Fri                           | 12/4/2020  | M Karbner | Operational Management   | 0.90 | 0.90  | \$445.50 |    |
|                               |            |           | Call with B Gleason, R Gayle, A Mink (partial), P Bellot (partial), K Doyle, K Landis re: case updates, UCC requests/responses, schedule status, workstream update, next steps |      |       |          |   |
| Fri                           | 12/4/2020  | M Karbner | Operational Management   | 0.40 | 0.40  | \$198.00 |    |
|                               |            |           | Call with R Gayle re: adequate assurance review, rent estimates, membership metrics  |      |       |          |   |
| Mon                           | 12/7/2020  | M Karbner | Operational Management   | 0.60 | 0.60  | \$297.00 |  |
|                               |            |           | Call with B Gleason, R Gayle, K Doyle, P Bellot, A Mink re: case update, workstream updates, open issues, coordinate next steps, transition issues                             |      |       |          |   |
| Mon                           | 12/7/2020  | M Karbner | Operational Management   | 0.10 | 0.10  | \$49.50  |  |
|                               |            |           | Call with R Gayle re: transition issues  |      |       |          |   |
| Tues                          | 12/8/2020  | M Karbner | Operational Management   | 1.10 | 1.10  | \$544.50 |  |
|                               |            |           | Call with B Gleason, J Johnson, D Mayer, R Julianelli, R Gayle re: executive update, BK update, marketing performance review   |      |       |          |   |
| Tues                          | 12/8/2020  | M Karbner | Operational Management   | 0.90 | 0.90  | \$445.50 |  |
|                               |            |           | Call with R Gayle re: chargeback analysis, refund/credit analysis  |      |       |          |   |
| Wed                           | 12/9/2020  | M Karbner | Operational Management   | 1.30 | 1.30  | \$643.50 |  |
|                               |            |           | Call B Gleason, R Gayle, K Doyle (partial), K Landis re: team meeting, review of open analysis, workstream updates, transition planning  |      |       |          |   |
| Thur                          | 12/10/2020 | M Karbner | Operational Management   | 0.90 | 0.90  | \$445.50 |  |
|                               |            |           | Call with R Gayle re: transition planning, issues, review  |      |       |          |   |
| Fri                           | 12/11/2020 | M Karbner | Operational Management   | 0.30 | 0.30  | \$148.50 |  |
|                               |            |           | Call with R Gayle re: UCC deliverable updates, workstream updates, retainer requirements   |      |       |          |   |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee  | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|-----------|--|------|-------|----------|---|
| <i>Operational Management</i> |            |           |  |      |       |          |   |
| Fri                           | 12/11/2020 | M Karbner | Operational Management<br>Call with R Gayle, K Doyle, K Landis<br>re: team meeting, review of open<br>analysis, workstream updates,<br>transition planning                         | 0.30 | 0.30  | \$148.50 |    |
| Fri                           | 12/11/2020 | M Karbner | Operational Management<br>Call with R Gayle re: UCC deliverable<br>updates, workstream updates,  | 0.30 | 0.30  | \$148.50 |    |
| Fri                           | 12/11/2020 | M Karbner | Operational Management<br>Call with J Johnson, D Mayer, R<br>Julianelli, R Gayle re: executive<br>update, BK update, marketing<br>performance review                               | 1.10 | 1.10  | \$544.50 |    |
| Fri                           | 12/11/2020 | M Karbner | Operational Management<br>Review Planet Fitness competitive<br>marketing campaign info   | 0.30 | 0.30  | \$148.50 |    |
| Mon                           | 12/14/2020 | M Karbner | Operational Management<br>Call with B Gleason, R Gayle, K<br>Doyle, P Bellot, K Landis re: BK case<br>updates, workstream updates,<br>schedule coordination, deliverable<br>review | 0.50 | 0.50  | \$247.50 |  |
| Mon                           | 12/14/2020 | M Karbner | Operational Management<br>Reviewing Phoenix invoices &<br>retainer application with K Doyle  | 1.10 | 1.10  | \$544.50 |  |
| Tues                          | 12/15/2020 | M Karbner | Operational Management<br>Review/comment of Professional Fee<br>invoices to be paid  | 0.20 | 0.20  | \$99.00  |  |
| Tues                          | 12/15/2020 | M Karbner | Operational Management<br>Call with J Johnson, D Mayer, R<br>Julianelli, R Gayle re: executive<br>update, BK update, marketing<br>performance review                               | 0.90 | 0.90  | \$445.50 |  |
| Tues                          | 12/15/2020 | M Karbner | Operational Management<br>Call with B Gleason, R Gayle re: case<br>update, next steps  | 0.50 | 0.50  | \$247.50 |  |
| Wed                           | 12/16/2020 | M Karbner | Operational Management<br>Review/comment Member info<br>request for GT   | 0.20 | 0.20  | \$99.00  |  |
| Wed                           | 12/16/2020 | M Karbner | Operational Management   | 0.50 | 0.50  | \$247.50 |  |

**Phoenix Management**

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee  | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|-----------|---|------|-------|----------|---|
| <i>Operational Management</i> |            |           |   |      |       |          |   |
|                               |            |           | Call with B Gleason, R Gayle, K Doyle, P Bellot, K Landis re: BK case updates, bid deadline results/next steps, workstream updates, schedule coordination, deliverable review |      |       |          |   |
| Wed                           | 12/16/2020 | M Karbner | Operational Management  | 0.20 | 0.20  | \$99.00  |    |
|                               |            |           | Communicate with R Julianelli re TX bonds   |      |       |          |   |
| Wed                           | 12/16/2020 | M Karbner | Operational Management  | 1.20 | 1.20  | \$594.00 |    |
|                               |            |           | Call with R Gayle, K Doyle re: GC project payments analysis   |      |       |          |   |
| Wed                           | 12/16/2020 | M Karbner | Operational Management  | 0.50 | 0.50  | \$247.50 |    |
|                               |            |           | Call with R Gayle, R Julianelli re: TIA at 7749, discuss GC info request  |      |       |          |   |
| Thur                          | 12/17/2020 | M Karbner | Operational Management  | 0.60 | 0.60  | \$297.00 |   |
|                               |            |           | Call with R Gayle re: 341 follow-ups, review approach for West Central deliverable to UCC FA, Jan payments, transition planning   |      |       |          |   |
| Thur                          | 12/17/2020 | M Karbner | Operational Management  | 0.20 | 0.20  | \$99.00  |  |
|                               |            |           | Review YF employee communication from B Gleason   |      |       |          |   |
| Thur                          | 12/17/2020 | M Karbner | Operational Management  | 0.60 | 0.60  | \$297.00 |  |
|                               |            |           | Call with B Gleason, K Doyle, R Gayle, A Mink and D Mayer to discuss 341 Meeting  |      |       |          |   |
| Thur                          | 12/17/2020 | M Karbner | Operational Management  | 0.20 | 0.20  | \$99.00  |  |
|                               |            |           | Communicate with B Gleason re Ultimate Software contract  |      |       |          |   |
| Thur                          | 12/17/2020 | M Karbner | Operational Management  | 0.50 | 0.50  | \$247.50 |  |
|                               |            |           | Call with B Gleason, R Gayle re: case updates, transition planning  |      |       |          |   |
| Thur                          | 12/17/2020 | M Karbner | Operational Management  | 0.40 | 0.40  | \$198.00 |  |
|                               |            |           | Communicate with D Mayer re TSA and extension of DIP cash flow  |      |       |          |   |
| Fri                           | 12/18/2020 | M Karbner | Operational Management  | 0.30 | 0.30  | \$148.50 |  |
|                               |            |           | Call with R Gayle re: transition challenges, deliverables   |      |       |          |   |
| Fri                           | 12/18/2020 | M Karbner | Operational Management  | 0.20 | 0.20  | \$99.00  |  |
|                               |            |           | Review/comment of B Gleason communication re Jan rent and Jan disbursements   |      |       |          |   |
| Fri                           | 12/18/2020 | M Karbner | Operational Management  | 0.20 | 0.20  | \$99.00  |  |

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






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## Filters Used:

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- Project ID: YouFit III - BK: to YouFit III - BK:

\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra

**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee  | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|-----------|---|------|-------|----------|---|
| <i>Operational Management</i> |            |           |   |      |       |          |   |
| Fri                           | 12/18/2020 | M Karbner | Communicate with R. Julianelli re utility claims on bonds<br>Operational Management   | 0.60 | 0.60  | \$297.00 |    |
| Fri                           | 12/18/2020 | M Karbner | Call with B Gleason, R Gayle, K Doyle, P Bellot, K Landis re: BK case updates, transition updates, workstream updates, schedule coordination, deliverable review<br>Operational Management      | 0.90 | 0.90  | \$445.50 |    |
| Mon                           | 12/21/2020 | M Karbner | Call with B Gleason, J Johnson, D Mayer, R Julianelli, R Gayle re: executive update, BK update, marketing performance review<br>Operational Management  | 0.20 | 0.20  | \$99.00  |    |
| Mon                           | 12/21/2020 | M Karbner | Review/comment of Red Banyan contract<br>Operational Management   | 0.20 | 0.20  | \$99.00  |  |
| Mon                           | 12/21/2020 | M Karbner | Review/comment of TSA communications<br>Operational Management  | 0.70 | 0.70  | \$346.50 |  |
| Mon                           | 12/21/2020 | M Karbner | Review/comment of TSA<br>Operational Management   | 0.50 | 0.50  | \$247.50 |  |
| Mon                           | 12/21/2020 | M Karbner | Call with R Gayle re: transition plans, allocation analysis, scheduling next steps<br>Operational Management  | 1.20 | 1.20  | \$594.00 |  |
| Tues                          | 12/22/2020 | M Karbner | Call with B Gleason, R Gayle, P Bellot, K Doyle, K Landis (partial) D Mayer (partial) re: BK update, transition planning update, budget approach, transition approach<br>Operational Management | 0.40 | 0.40  | \$198.00 |  |
| Tues                          | 12/22/2020 | M Karbner | Call with R Gayle re: rejection approach and scenarios, budget, rent for budget, marketing spend for budget<br>Operational Management   | 0.40 | 0.40  | \$198.00 |  |
| Tues                          | 12/22/2020 | M Karbner | Call with P Bellot to walk through mechanics and methodology of January rent payments<br>Operational Management   | 0.20 | 0.20  | \$99.00  |  |
| Tues                          | 12/22/2020 | M Karbner | Review/comment of Membership data<br>Operational Management   | 0.20 | 0.20  | \$99.00  |  |



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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee    | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|-------------|---|------|-------|----------|---|
| <i>Operational Management</i> |            |             |   |      |       |          |   |
|                               |            |             | Review/comment of Performance Index   |      |       |          |   |
| Tues                          | 12/22/2020 | M Karbinder | Operational Management  | 0.90 | 0.90  | \$445.50 |    |
|                               |            |             | Call with B Gleason, J Johnson, D Mayer, R Julianelli, R Gayle re: executive update, BK update, transition planning, rejection approach |      |       |          |   |
| Tues                          | 12/22/2020 | M Karbinder | Operational Management  | 0.60 | 0.60  | \$297.00 |    |
|                               |            |             | Review/comment of TSA re selling drafts of rejected clubs   |      |       |          |   |
| Tues                          | 12/22/2020 | M Karbinder | Operational Management  | 0.30 | 0.30  | \$148.50 |    |
|                               |            |             | Review/comment of surety bond list for TSA  |      |       |          |   |
| Tues                          | 12/22/2020 | M Karbinder | Operational Management  | 0.30 | 0.30  | \$148.50 |   |
|                               |            |             | Review/comment of Master Insurance list for TSA   |      |       |          |   |
| Tues                          | 12/22/2020 | M Karbinder | Operational Management  | 0.50 | 0.50  | \$247.50 |  |
|                               |            |             | Call with B Gleason, R Gayle re: case updates, transition planning  |      |       |          |   |
| Wed                           | 12/23/2020 | M Karbinder | Operational Management  | 0.50 | 0.50  | \$247.50 |  |
|                               |            |             | Call with B Gleason, R Gayle, K Doyle, P Bellot re:hearing f/u, solution review   |      |       |          |   |
| Wed                           | 12/23/2020 | M Karbinder | Operational Management  | 0.20 | 0.20  | \$99.00  |  |
|                               |            |             | Review/comment of 401k TSA communication from D Mayer   |      |       |          |   |
| Wed                           | 12/23/2020 | M Karbinder | Operational Management  | 0.80 | 0.80  | \$396.00 |  |
|                               |            |             | Call with B Gleason, R Gayle, K Doyle, P Bellot re: transition planning, budget extension review, assumption review                     |      |       |          |   |
| Wed                           | 12/23/2020 | M Karbinder | Operational Management  | 0.10 | 0.10  | \$49.50  |  |
|                               |            |             | Call with R Gayle re: follow-ups for next week, budget extension considerations   |      |       |          |   |
| Wed                           | 12/23/2020 | M Karbinder | Operational Management  | 0.70 | 0.70  | \$346.50 |  |
|                               |            |             | Call with B Gleason, R Gayle, P Bellot, K Doyle re: hearing outcome, budget, next steps   |      |       |          |   |
| Wed                           | 12/23/2020 | M Karbinder | Operational Management  | 0.30 | 0.30  | \$148.50 |  |
|                               |            |             | Review/comment of TSA updates/closing   |      |       |          |   |
| Wed                           | 12/23/2020 | M Karbinder | Operational Management  | 0.50 | 0.50  | \$247.50 |  |

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| Day                           | Date       | Employee  | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|-----------|---|------|-------|----------|---|
| <i>Operational Management</i> |            |           |   |      |       |          |   |
| Wed                           | 12/23/2020 | M Karbner | Communication with D Mayer re Benefits Contracts<br>Operational Management  | 0.10 | 0.10  | \$49.50  |    |
| Mon                           | 12/28/2020 | M Karbner | Call with R Gayle re: transition issues, next steps<br>Operational Management   | 0.40 | 0.40  | \$198.00 |    |
| Mon                           | 12/28/2020 | M Karbner | Communicate with D Mayer re weekly deliverables and disbursements<br>Operational Management   | 0.40 | 0.40  | \$198.00 |    |
| Mon                           | 12/28/2020 | M Karbner | Call with B Gleason, R Gayle, P Bellot, K Doyle, K Landis re: case update, DIP budget review/approach/next steps, draft sale updates, bk scheduled filing status, membership communication update<br>Operational Management | 0.10 | 0.10  | \$49.50  |  |
| Tues                          | 12/29/2020 | M Karbner | Call with R Gayle re: budget update, draft sale status<br>Operational Management  | 0.90 | 0.90  | \$445.50 |  |
| Tues                          | 12/29/2020 | M Karbner | Call with J Johnson, D Mayer, R Julianelli, B Gleason, R Gayle re: BK case updates, sale/close status, transition agreement review, budget update, transition readiness update<br>Operational Management                    | 0.50 | 0.50  | \$247.50 |  |
| Tues                          | 12/29/2020 | M Karbner | Call with B Gleason, R Gayle re: case update, workstream updates, budget review<br>Operational Management   | 0.30 | 0.30  | \$148.50 |  |
| Wed                           | 12/30/2020 | M Karbner | Review/comment of Performance Index<br>Operational Management   | 0.20 | 0.20  | \$99.00  |  |
| Wed                           | 12/30/2020 | M Karbner | Review weekly progress report and dashboard<br>Operational Management   | 0.10 | 0.10  | \$49.50  |  |
| Wed                           | 12/30/2020 | M Karbner | Call with P Bellot, R Gayle re: past-due admin rent analysis inside of lease amendment deals<br>Operational Management  | 0.80 | 0.80  | \$396.00 |  |
| Wed                           | 12/30/2020 | M Karbner | Call with R Gayle re: call follow-ups, transition update, budgeting admin rents for rejected/rejecting leases<br>Operational Management   | 0.90 | 0.90  | \$445.50 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee   | Description   | Hrs   | B-Hrs | Amount      | *   |
|-------------------------------|------------|------------|---|-------|-------|-------------|---|
| <i>Operational Management</i> |            |            |   |       |       |             |   |
| Thur                          | 12/31/2020 | M Karbiner | Call with B Gleason, R Gayle, P Bellot, K Doyle, K Landis re: case update, workstream review, next steps  | 0.60  | 0.60  | \$297.00    |  |
| Thur                          | 12/31/2020 | M Karbiner | Call with J Johnson, D Mayer, R Julianelli, B Gleason, R Gayle, B Vahaly re: BK case updates, sale/close status, budget update, transition readiness update | 0.50  | 0.50  | \$247.50    |  |
| M Karbiner Total:             |            |            |   | 39.40 | 39.40 | \$19,503.00 |   |

*P Bellot*

|     |            |          |  |      |      |          |   |
|-----|------------|----------|--|------|------|----------|---|
| Mon | 11/30/2020 | P Bellot | Operational Management   | 0.30 | 0.30 | \$112.50 |  |
| Mon | 11/30/2020 | P Bellot | Download UCC data room information, review, and share with M Karbiner            | 0.70 | 0.70 | \$262.50 |  |
| Mon | 11/30/2020 | P Bellot | Operational Management   | 0.30 | 0.30 | \$112.50 |  |
| Mon | 11/30/2020 | P Bellot | Review draft amendments provided by GT   | 0.50 | 0.50 | \$187.50 |  |
| Mon | 11/30/2020 | P Bellot | Research and respond to Hilco questions on 7456 location                         | 0.70 | 0.70 | \$262.50 |  |
| Mon | 11/30/2020 | P Bellot | Operational Management   | 0.30 | 0.30 | \$112.50 |  |
| Mon | 11/30/2020 | P Bellot | Review LL reconciliation for 7788 cure cost and respond to GT re the same        | 0.90 | 0.90 | \$337.50 |  |
| Mon | 11/30/2020 | P Bellot | Call with R Gayle re lease amendment deal review, cure objection reconciliations | 0.20 | 0.20 | \$75.00  |  |
| Mon | 11/30/2020 | P Bellot | Operational Management   | 1.00 | 1.00 | \$375.00 |  |

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







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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|----------|---|------|-------|----------|---|
| <i>Operational Management</i> |            |          |   |      |       |          |   |
| Mon                           | 11/30/2020 | P Bellot | Review, analyze, and enter 3 new deal sheets into tracker<br>Operational Management           | 0.20 | 0.20  | \$75.00  |    |
| Mon                           | 11/30/2020 | P Bellot | Review and respond to 7444 LL inquiry<br>Operational Management                               | 0.10 | 0.10  | \$37.50  |    |
| Tues                          | 12/1/2020  | P Bellot | Review of 7765 amendment changes<br>Operational Management                                    | 0.30 | 0.30  | \$112.50 |    |
| Tues                          | 12/1/2020  | P Bellot | Research pmt to incorrect vendor re: 7739<br>Operational Management                           | 0.10 | 0.10  | \$37.50  |    |
| Tues                          | 12/1/2020  | P Bellot | Call with R Gayle re: lease amendment review<br>Operational Management                        | 0.80 | 0.80  | \$300.00 |    |
| Tues                          | 12/1/2020  | P Bellot | Provided commentary to GT regarding 7 drafted deals<br>Operational Management                 | 0.40 | 0.40  | \$150.00 |  |
| Tues                          | 12/1/2020  | P Bellot | Research and response to GT re: Shiloh cure costs<br>Operational Management                   | 0.40 | 0.40  | \$150.00 |  |
| Tues                          | 12/1/2020  | P Bellot | Draft A/P questions for Sean and Jamie<br>Operational Management                              | 0.30 | 0.30  | \$112.50 |  |
| Tues                          | 12/1/2020  | P Bellot | Final review of 7336 deal sheet and send to GT for drafting<br>Operational Management         | 0.20 | 0.20  | \$75.00  |  |
| Tues                          | 12/1/2020  | P Bellot | Call with R Gayle re: 7749 lease issues<br>Operational Management                             | 1.60 | 1.60  | \$600.00 |  |
| Tues                          | 12/1/2020  | P Bellot | Build December check run with reconciliation against the DIP budget<br>Operational Management | 1.30 | 1.30  | \$487.50 |  |
| Tues                          | 12/1/2020  | P Bellot | Built membership dashboard<br>Operational Management  | 0.10 | 0.10  | \$37.50  |  |
| Tues                          | 12/1/2020  | P Bellot | Request amendment drafts for 7783 and 7460<br>Operational Management                          | 0.30 | 0.30  | \$112.50 |  |
| Tues                          | 12/1/2020  | P Bellot | Incorporate additional Ron info into membership dashboard<br>Operational Management           | 0.60 | 0.60  | \$225.00 |  |
| Tues                          | 12/1/2020  | P Bellot | Reconcile December A/P for rent by service date<br>Operational Management                     | 0.80 | 0.80  | \$300.00 |  |
|                               |            |          | Final update of membership dashboard w/ formatting to distribute                              |      |       |          |   |

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









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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date      | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|-----------|----------|--|------|-------|----------|---|
| <i>Operational Management</i> |           |          |  |      |       |          |   |
| Tues                          | 12/1/2020 | P Bellot | Operational Management   | 0.50 | 0.50  | \$187.50 |    |
|                               |           |          | Review of 7757 amendment w/<br>tracker update  |      |       |          |   |
| Wed                           | 12/2/2020 | P Bellot | Operational Management   | 0.50 | 0.50  | \$187.50 |    |
|                               |           |          | Call with K Doyle, A Mink, B Gleason<br>& R Gayle to discuss schedule/SOFA<br>prep, Dec Payment strategies, and<br>hearing prep                          |      |       |          |   |
| Wed                           | 12/2/2020 | P Bellot | Operational Management   | 0.50 | 0.50  | \$187.50 |    |
|                               |           |          | Draft communication to B Gleason on<br>highlights of December rent run   |      |       |          |   |
| Wed                           | 12/2/2020 | P Bellot | Operational Management   | 0.20 | 0.20  | \$75.00  |    |
|                               |           |          | Draft membership data question for R<br>Merryman   |      |       |          |   |
| Wed                           | 12/2/2020 | P Bellot | Operational Management   | 0.50 | 0.50  | \$187.50 |   |
|                               |           |          | Build reconciliation of 7388 cure cost<br>based on feedback from Jamie   |      |       |          |   |
| Wed                           | 12/2/2020 | P Bellot | Operational Management   | 0.80 | 0.80  | \$300.00 |  |
|                               |           |          | Call with Jamie to reconcile 7388 cure<br>costs  |      |       |          |   |
| Wed                           | 12/2/2020 | P Bellot | Operational Management   | 0.80 | 0.80  | \$300.00 |  |
|                               |           |          | Call with M Tabloff, K Patel, B Udell, R<br>Gayle re: Hilco lease updates, deal<br>review, pipeline status,<br>documentation process, update<br>strategy |      |       |          |   |
| Wed                           | 12/2/2020 | P Bellot | Operational Management   | 0.60 | 0.60  | \$225.00 |  |
|                               |           |          | Built lease amendment tracking sheet   |      |       |          |   |
| Wed                           | 12/2/2020 | P Bellot | Operational Management   | 0.50 | 0.50  | \$187.50 |  |
|                               |           |          | Built Hilco fee tracker  |      |       |          |   |
| Wed                           | 12/2/2020 | P Bellot | Operational Management   | 0.20 | 0.20  | \$75.00  |  |
|                               |           |          | Call with R Gayle re: Dec rent<br>payment adjustments, final<br>instructions   |      |       |          |   |
| Wed                           | 12/2/2020 | P Bellot | Operational Management   | 0.10 | 0.10  | \$37.50  |  |
|                               |           |          | Response to GT re: Shiloh cure costs   |      |       |          |   |
| Wed                           | 12/2/2020 | P Bellot | Operational Management   | 0.10 | 0.10  | \$37.50  |  |
|                               |           |          | Call with R Gayle re: excessive LL<br>late fee charges   |      |       |          |   |
| Wed                           | 12/2/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |  |
|                               |           |          | Provide Dec rent instructions to Jamie   |      |       |          |   |
| Wed                           | 12/2/2020 | P Bellot | Operational Management   | 1.00 | 1.00  | \$375.00 |  |
|                               |           |          | Edits December rent payment run<br>reconciliation  |      |       |          |   |

**Phoenix Management**

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- Project ID: YouFit III - BK: to YouFit III - BK:

\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date      | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|-----------|----------|--|------|-------|----------|---|
| <i>Operational Management</i> |           |          |  |      |       |          |   |
| Wed                           | 12/2/2020 | P Bellot | Operational Management   | 1.30 | 1.30  | \$487.50 |    |
|                               |           |          | Call with B Gleason, M Karbiner, R Gayle, K Doyle re: case updates, UCC requests/responses, schedule status, workstream update, rejection review |      |       |          |   |
| Thur                          | 12/3/2020 | P Bellot | Operational Management   | 0.40 | 0.40  | \$150.00 |    |
|                               |           |          | Review and response to M Merryman email re: membership counts  |      |       |          |   |
| Thur                          | 12/3/2020 | P Bellot | Operational Management   | 0.20 | 0.20  | \$75.00  |    |
|                               |           |          | Research and respond to Gator LL inquiry   |      |       |          |   |
| Thur                          | 12/3/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |    |
|                               |           |          | Email to E Howe (GT) re corp office LL threats   |      |       |          |   |
| Thur                          | 12/3/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |   |
|                               |           |          | 7392 Amendment review  |      |       |          |   |
| Thur                          | 12/3/2020 | P Bellot | Operational Management   | 0.10 | 0.10  | \$37.50  |  |
|                               |           |          | Call with K Patel (Hilco) re 6437 amendment  |      |       |          |   |
| Thur                          | 12/3/2020 | P Bellot | Operational Management   | 0.20 | 0.20  | \$75.00  |  |
|                               |           |          | 7370 Deal Sheet review for transfer to GT  |      |       |          |   |
| Thur                          | 12/3/2020 | P Bellot | Operational Management   | 0.70 | 0.70  | \$262.50 |  |
|                               |           |          | Analyze Kimco lease amendment package for their locations  |      |       |          |   |
| Thur                          | 12/3/2020 | P Bellot | Operational Management   | 0.10 | 0.10  | \$37.50  |  |
|                               |           |          | 6437 Amendment review  |      |       |          |   |
| Thur                          | 12/3/2020 | P Bellot | Operational Management   | 0.70 | 0.70  | \$262.50 |  |
|                               |           |          | Call with R Gayle re: lease deal review, status of deal pipeline, review ways to accelerate  |      |       |          |   |
| Thur                          | 12/3/2020 | P Bellot | Operational Management   | 0.40 | 0.40  | \$150.00 |  |
|                               |           |          | Call with R Gayle re: lease deal summary/benefits  |      |       |          |   |
| Thur                          | 12/3/2020 | P Bellot | Operational Management   | 0.60 | 0.60  | \$225.00 |  |
|                               |           |          | Built tracker for Hilco fees vs. savings   |      |       |          |   |
| Thur                          | 12/3/2020 | P Bellot | Operational Management   | 0.20 | 0.20  | \$75.00  |  |
|                               |           |          | Call with R Gayle re: LL issues and lease deal follow ups  |      |       |          |   |
| Thur                          | 12/3/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |  |
|                               |           |          | Review 7361 amendment and provide comments back to GT  |      |       |          |   |
| Thur                          | 12/3/2020 | P Bellot | Operational Management   | 0.40 | 0.40  | \$150.00 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date      | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|-----------|----------|--|------|-------|----------|---|
| <i>Operational Management</i> |           |          |  |      |       |          |   |
| Thur                          | 12/3/2020 | P Bellot | 7339 Amendment review<br>Operational Management  | 0.30 | 0.30  | \$112.50 |    |
| Thur                          | 12/3/2020 | P Bellot | 7370 amendment review<br>Operational Management  | 0.50 | 0.50  | \$187.50 |    |
| Fri                           | 12/4/2020 | P Bellot | Update amendment tracker for GT<br>Operational Management  | 0.60 | 0.60  | \$225.00 |    |
| Fri                           | 12/4/2020 | P Bellot | 7348 deal sheet review and cash<br>flow modeling<br>Operational Management   | 0.70 | 0.70  | \$262.50 |    |
| Fri                           | 12/4/2020 | P Bellot | Update GT activity tracker<br>Operational Management   | 0.40 | 0.40  | \$150.00 |    |
| Fri                           | 12/4/2020 | P Bellot | 7795 Amendment review<br>Operational Management  | 0.60 | 0.60  | \$225.00 |    |
| Fri                           | 12/4/2020 | P Bellot | 2602 deal sheet review (HVAC clause<br>and cure assertions)<br>Operational Management  | 1.10 | 1.10  | \$412.50 |  |
| Fri                           | 12/4/2020 | P Bellot | Review and redline % rent form<br>language<br>Operational Management   | 0.40 | 0.40  | \$150.00 |  |
| Fri                           | 12/4/2020 | P Bellot | 7766 deal sheet review/approval<br>Operational Management  | 0.20 | 0.20  | \$75.00  |  |
| Fri                           | 12/4/2020 | P Bellot | Review percentage rent clause from<br>Hilco for amendments<br>Operational Management   | 1.20 | 1.20  | \$450.00 |  |
| Fri                           | 12/4/2020 | P Bellot | Call with R Gayle re:<br>review/analyze/approve lease<br>amendment deals from Hilco<br>Operational Management  | 0.60 | 0.60  | \$225.00 |  |
| Fri                           | 12/4/2020 | P Bellot | Call with B Gleason, M Karbiner, A<br>Mink (partial), R Gayle, K Doyle, K<br>Landis re: case updates, UCC<br>requests/responses, schedule status,<br>workstream update, next steps<br>Operational Management | 0.40 | 0.40  | \$150.00 |  |
| Fri                           | 12/4/2020 | P Bellot | Call with R Gayle re: lease<br>amendment language on percent of<br>revenue deals<br>Operational Management   | 0.10 | 0.10  | \$37.50  |  |
| Fri                           | 12/4/2020 | P Bellot | Response to Gator LL rent inquiry<br>Operational Management  | 0.40 | 0.40  | \$150.00 |  |
| Fri                           | 12/4/2020 | P Bellot | Research and respond to GT inquiry on<br>7728 cure amounts<br>Operational Management   | 0.50 | 0.50  | \$187.50 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date      | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|-----------|----------|--|------|-------|----------|---|
| <i>Operational Management</i> |           |          |  |      |       |          |   |
|                               |           |          | Call with K Doyle, A Mink, B Gleason, R Gayle, D Mayer, and K Landis to discuss schedule/SOFA, management strategies, and hearing prep |      |       |          |   |
| Fri                           | 12/4/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |    |
|                               |           |          | 7336 Amendment review for share with Hilco   |      |       |          |   |
| Fri                           | 12/4/2020 | P Bellot | Operational Management   | 0.60 | 0.60  | \$225.00 |    |
|                               |           |          | Review Kimco amendments from GT  |      |       |          |   |
| Fri                           | 12/4/2020 | P Bellot | Operational Management   | 0.60 | 0.60  | \$225.00 |    |
|                               |           |          | 7397 amendment review  |      |       |          |   |
| Fri                           | 12/4/2020 | P Bellot | Operational Management   | 0.60 | 0.60  | \$225.00 |    |
|                               |           |          | Update lease amendment tracker for latest deals  |      |       |          |   |
| Fri                           | 12/4/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |    |
|                               |           |          | 2nd Kimco review after R Gayle comments  |      |       |          |   |
| Fri                           | 12/4/2020 | P Bellot | Operational Management   | 1.10 | 1.10  | \$412.50 |  |
|                               |           |          | Update lease amendment cash flow file for latest deals   |      |       |          |   |
| Fri                           | 12/4/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |  |
|                               |           |          | Hilco fee tracker update   |      |       |          |   |
| Fri                           | 12/4/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |  |
|                               |           |          | 7394 Amendment review  |      |       |          |   |
| Sat                           | 12/5/2020 | P Bellot | Operational Management   | 0.10 | 0.10  | \$37.50  |  |
|                               |           |          | 7759 amendment review  |      |       |          |   |
| Sat                           | 12/5/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |  |
|                               |           |          | Update GT doc status tracker   |      |       |          |   |
| Sat                           | 12/5/2020 | P Bellot | Operational Management   | 0.40 | 0.40  | \$150.00 |  |
|                               |           |          | 7460 amendment review & redline  |      |       |          |   |
| Sat                           | 12/5/2020 | P Bellot | Operational Management   | 0.20 | 0.20  | \$75.00  |  |
|                               |           |          | 7348 amendment review & redline  |      |       |          |   |
| Sat                           | 12/5/2020 | P Bellot | Operational Management   | 0.40 | 0.40  | \$150.00 |  |
|                               |           |          | 2602 Amendment review  |      |       |          |   |
| Sat                           | 12/5/2020 | P Bellot | Operational Management   | 0.10 | 0.10  | \$37.50  |  |
|                               |           |          | Review of revised 7460 amendment   |      |       |          |   |
| Sat                           | 12/5/2020 | P Bellot | Operational Management   | 0.20 | 0.20  | \$75.00  |  |
|                               |           |          | Review of revised 7348 amendment   |      |       |          |   |
| Sun                           | 12/6/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |  |
|                               |           |          | Review and approval of revised 2602 amendment  |      |       |          |   |
| Mon                           | 12/7/2020 | P Bellot | Operational Management   | 0.80 | 0.80  | \$300.00 |  |



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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date      | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|-----------|----------|---|------|-------|----------|---|
| <i>Operational Management</i> |           |          |   |      |       |          |   |
|                               |           |          | Update weekly membership data reconciliation and provide questions to Ron   |      |       |          |   |
| Mon                           | 12/7/2020 | P Bellot | Operational Management  | 0.50 | 0.50  | \$187.50 |    |
|                               |           |          | 7392 deal review and comments to GT/Hilco   |      |       |          |   |
| Mon                           | 12/7/2020 | P Bellot | Operational Management  | 0.30 | 0.30  | \$112.50 |    |
|                               |           |          | Review December A/P to confirm rent was properly applied  |      |       |          |   |
| Mon                           | 12/7/2020 | P Bellot | Operational Management  | 0.60 | 0.60  | \$225.00 |    |
|                               |           |          | Populate county information for Lauder hill equipment extraction sheet  |      |       |          |   |
| Mon                           | 12/7/2020 | P Bellot | Operational Management  | 0.80 | 0.80  | \$300.00 |    |
|                               |           |          | Update amendment tracker  |      |       |          |   |
| Mon                           | 12/7/2020 | P Bellot | Operational Management  | 0.30 | 0.30  | \$112.50 |  |
|                               |           |          | Review December A/P to confirm rent was properly applied  |      |       |          |   |
| Mon                           | 12/7/2020 | P Bellot | Operational Management  | 0.10 | 0.10  | \$37.50  |  |
|                               |           |          | 7392 amendment redline review   |      |       |          |   |
| Mon                           | 12/7/2020 | P Bellot | Operational Management  | 1.30 | 1.30  | \$487.50 |  |
|                               |           |          | Review and model out cash flows for new lease deals   |      |       |          |   |
| Mon                           | 12/7/2020 | P Bellot | Operational Management  | 0.30 | 0.30  | \$112.50 |  |
|                               |           |          | Bethany Rd response to LL inquiry re: stub rent   |      |       |          |   |
| Mon                           | 12/7/2020 | P Bellot | Operational Management  | 0.80 | 0.80  | \$300.00 |  |
|                               |           |          | Update amendment tracker  |      |       |          |   |
| Mon                           | 12/7/2020 | P Bellot | Operational Management  | 0.40 | 0.40  | \$150.00 |  |
|                               |           |          | 7765 A/P reconciliation   |      |       |          |   |
| Mon                           | 12/7/2020 | P Bellot | Operational Management  | 0.50 | 0.50  | \$187.50 |  |
|                               |           |          | Research and respond to 7765 LL redlines  |      |       |          |   |
| Mon                           | 12/7/2020 | P Bellot | Operational Management  | 0.60 | 0.60  | \$225.00 |  |
|                               |           |          | Research and respond to GT re 7766 amendment  |      |       |          |   |
| Mon                           | 12/7/2020 | P Bellot | Operational Management  | 0.60 | 0.60  | \$225.00 |  |
|                               |           |          | Call with B Gleason, M Karbner, K Doyle, R Gayle, A Mink re: case update, workstream updates, open issues, coordinate next steps, transition issues |      |       |          |   |
| Mon                           | 12/7/2020 | P Bellot | Operational Management  | 0.40 | 0.40  | \$150.00 |  |
|                               |           |          | Review equipment list extraction info   |      |       |          |   |

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




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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                                  | Date      | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|--------------------------------------|-----------|----------|---|------|-------|----------|---|
| <b><i>Operational Management</i></b> |           |          |   |      |       |          |   |
| Mon                                  | 12/7/2020 | P Bellot | Operational Management  | 0.20 | 0.20  | \$75.00  |    |
|                                      |           |          | Research and respond to E Howe questions on 7765 pre-petition deal                                |      |       |          |   |
| Mon                                  | 12/7/2020 | P Bellot | Operational Management  | 1.20 | 1.20  | \$450.00 |    |
|                                      |           |          | Call with R Gayle to review, analyze, and approve lease amendments                                |      |       |          |   |
| Tues                                 | 12/8/2020 | P Bellot | Operational Management  | 0.20 | 0.20  | \$75.00  |    |
|                                      |           |          | Call with K Doyle to reconcile rent vs. budget  |      |       |          |   |
| Tues                                 | 12/8/2020 | P Bellot | Operational Management  | 0.90 | 0.90  | \$337.50 |    |
|                                      |           |          | Call with R Gayle re: lease deal review and approvals   |      |       |          |   |
| Tues                                 | 12/8/2020 | P Bellot | Operational Management  | 0.10 | 0.10  | \$37.50  |    |
|                                      |           |          | Request new payment for Gateway location  |      |       |          |   |
| Tues                                 | 12/8/2020 | P Bellot | Operational Management  | 0.30 | 0.30  | \$112.50 |   |
|                                      |           |          | 7334 reconciliation   |      |       |          |   |
| Tues                                 | 12/8/2020 | P Bellot | Operational Management  | 0.10 | 0.10  | \$37.50  |  |
|                                      |           |          | Provide payment reconciliation to K Doyle for post petition activity                              |      |       |          |   |
| Tues                                 | 12/8/2020 | P Bellot | Operational Management  | 0.60 | 0.60  | \$225.00 |  |
|                                      |           |          | New amendment review and model cash flows   |      |       |          |   |
| Tues                                 | 12/8/2020 | P Bellot | Operational Management  | 0.30 | 0.30  | \$112.50 |  |
|                                      |           |          | Cure claims reconciliation  |      |       |          |   |
| Tues                                 | 12/8/2020 | P Bellot | Operational Management  | 0.30 | 0.30  | \$112.50 |  |
|                                      |           |          | 7362 provided amendment comments to GT  |      |       |          |   |
| Tues                                 | 12/8/2020 | P Bellot | Operational Management  | 0.40 | 0.40  | \$150.00 |  |
|                                      |           |          | Drafted 7750 questions for Jamie to answer on amendment   |      |       |          |   |
| Tues                                 | 12/8/2020 | P Bellot | Operational Management  | 0.30 | 0.30  | \$112.50 |  |
|                                      |           |          | 6443 Review LL redline comments   |      |       |          |   |
| Tues                                 | 12/8/2020 | P Bellot | Operational Management  | 0.30 | 0.30  | \$112.50 |  |
|                                      |           |          | 7765 final amendment review and approval  |      |       |          |   |
| Tues                                 | 12/8/2020 | P Bellot | Operational Management  | 0.30 | 0.30  | \$112.50 |  |
|                                      |           |          | 7394 amendment red line review and comments to GT   |      |       |          |   |
| Wed                                  | 12/9/2020 | P Bellot | Operational Management  | 0.70 | 0.70  | \$262.50 |  |
|                                      |           |          | Call with R Gayle re lease amendment updates, cure objection analysis, transition prep discussion |      |       |          |   |
| Wed                                  | 12/9/2020 | P Bellot | Operational Management  | 0.10 | 0.10  | \$37.50  |  |

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| Day                           | Date       | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|----------|--|------|-------|----------|---|
| <i>Operational Management</i> |            |          |  |      |       |          |   |
| Wed                           | 12/9/2020  | P Bellot | 7750 response to Jamie rec<br>Operational Management   | 0.40 | 0.40  | \$150.00 |    |
|                               |            |          | Call with M Tabloff, K Patel, B Udell, R<br>Gayle re: Hilco lease updates, deal<br>review, pipeline status,<br>documentation process, update<br>strategy |      |       |          |   |
| Wed                           | 12/9/2020  | P Bellot | Operational Management   | 0.20 | 0.20  | \$75.00  |    |
|                               |            |          | Email to K Patel and N Ballen re<br>Patridge late fees   |      |       |          |   |
| Wed                           | 12/9/2020  | P Bellot | Operational Management   | 0.20 | 0.20  | \$75.00  |    |
|                               |            |          | Research and respond to 7397<br>reconciliation question  |      |       |          |   |
| Wed                           | 12/9/2020  | P Bellot | Operational Management   | 0.20 | 0.20  | \$75.00  |    |
|                               |            |          | 7908 amendment and approval  |      |       |          |   |
| Thur                          | 12/10/2020 | P Bellot | Operational Management   | 0.80 | 0.80  | \$300.00 |  |
|                               |            |          | Review of 7780 and 7360<br>amendments  |      |       |          |   |
| Thur                          | 12/10/2020 | P Bellot | Operational Management   | 0.80 | 0.80  | \$300.00 |  |
|                               |            |          | Review and redline 7789 amendment  |      |       |          |   |
| Thur                          | 12/10/2020 | P Bellot | Operational Management   | 0.40 | 0.40  | \$150.00 |  |
|                               |            |          | 7361 redline review  |      |       |          |   |
| Thur                          | 12/10/2020 | P Bellot | Operational Management   | 0.40 | 0.40  | \$150.00 |  |
|                               |            |          | Review 7750 amendment changes  |      |       |          |   |
| Thur                          | 12/10/2020 | P Bellot | Operational Management   | 0.40 | 0.40  | \$150.00 |  |
|                               |            |          | Review 2602 amendment  |      |       |          |   |
| Thur                          | 12/10/2020 | P Bellot | Operational Management   | 0.60 | 0.60  | \$225.00 |  |
|                               |            |          | Assemble Nov/Dec payment support<br>for GT distribution to LLs   |      |       |          |   |
| Thur                          | 12/10/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |  |
|                               |            |          | Clean up Nov rent pmts bridge for<br>distribution  |      |       |          |   |
| Thur                          | 12/10/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |  |
|                               |            |          | Research and respond to GT questions<br>on regency amendments  |      |       |          |   |
| Thur                          | 12/10/2020 | P Bellot | Operational Management   | 0.40 | 0.40  | \$150.00 |  |
|                               |            |          | Call with R Gayle on TPP reporting   |      |       |          |   |
| Fri                           | 12/11/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |  |
|                               |            |          | Call with R Gayle, M Karbiner, K<br>Doyle, K Landis re: team meeting,<br>review of open analysis, workstream<br>updates, transition planning             |      |       |          |   |
| Fri                           | 12/11/2020 | P Bellot | Operational Management   | 0.10 | 0.10  | \$37.50  |  |

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






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## Filters Used:

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- Project ID: YouFit III - BK: to YouFit III - BK:

\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|----------|--|------|-------|----------|---|
| <i>Operational Management</i> |            |          |  |      |       |          |   |
|                               |            |          | Research corp office contact info for Hilco  |      |       |          |   |
| Mon                           | 12/14/2020 | P Bellot | Operational Management   | 1.80 | 1.80  | \$675.00 |    |
|                               |            |          | Call with K Miramadi, Frank Napolitano, B Vahaly, K Patel, M Tabloff, B Udel, M Schwarzmann, G Goldstein, Jessalyn, R Gayle Re: lease, landlord, deal review |      |       |          |   |
| Mon                           | 12/14/2020 | P Bellot | Operational Management   | 0.20 | 0.20  | \$75.00  |    |
|                               |            |          | Update lease activity tracker  |      |       |          |   |
| Mon                           | 12/14/2020 | P Bellot | Operational Management   | 0.50 | 0.50  | \$187.50 |    |
|                               |            |          | Call with B Gleason, M Karbiner, K Doyle, R Gayle, K Landis re: BK case updates, workstream updates, schedule coordination, deliverable review               |      |       |          |   |
| Mon                           | 12/14/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |  |
|                               |            |          | Call R Gayle re: cure objection reconciliation, lease review prep materials  |      |       |          |   |
| Mon                           | 12/14/2020 | P Bellot | Operational Management   | 0.20 | 0.20  | \$75.00  |  |
|                               |            |          | Review 7446 deal sheet and draft request to GT   |      |       |          |   |
| Mon                           | 12/14/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |  |
|                               |            |          | Call with R Gayle to prep for Hilco/Lender call  |      |       |          |   |
| Mon                           | 12/14/2020 | P Bellot | Operational Management   | 0.40 | 0.40  | \$150.00 |  |
|                               |            |          | Added new deal to the tracker and drafted notes to R Gayle   |      |       |          |   |
| Mon                           | 12/14/2020 | P Bellot | Operational Management   | 0.50 | 0.50  | \$187.50 |  |
|                               |            |          | Review and approve 7361 amendment  |      |       |          |   |
| Mon                           | 12/14/2020 | P Bellot | Operational Management   | 0.10 | 0.10  | \$37.50  |  |
|                               |            |          | Research 2602 payment history for Hilco  |      |       |          |   |
| Tues                          | 12/15/2020 | P Bellot | Operational Management   | 0.40 | 0.40  | \$150.00 |  |
|                               |            |          | 7360 lease modification review and questions to Sean   |      |       |          |   |
| Tues                          | 12/15/2020 | P Bellot | Operational Management   | 0.10 | 0.10  | \$37.50  |  |
|                               |            |          | 6441Rec request email for Jamie  |      |       |          |   |
| Tues                          | 12/15/2020 | P Bellot | Operational Management   | 0.10 | 0.10  | \$37.50  |  |
|                               |            |          | 7446 amendment review  |      |       |          |   |
| Tues                          | 12/15/2020 | P Bellot | Operational Management   | 0.80 | 0.80  | \$300.00 |  |

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















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## Filters Used:

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|----------|---|------|-------|----------|---|
| <i>Operational Management</i> |            |          |   |      |       |          |   |
| Tues                          | 12/15/2020 | P Bellot | Update tracker for 3 new Hilco deals and draft comments on terms      | 1.10 | 1.10  | \$412.50 |    |
| Tues                          | 12/15/2020 | P Bellot | Operational Management  | 0.20 | 0.20  | \$75.00  |    |
| Tues                          | 12/15/2020 | P Bellot | Update lease cure reconciliation master file for GT                   | 0.60 | 0.60  | \$225.00 |    |
| Tues                          | 12/15/2020 | P Bellot | Operational Management  | 0.20 | 0.20  | \$75.00  |    |
| Tues                          | 12/15/2020 | P Bellot | Research and respond to N Ballen question on Regency deals            | 0.30 | 0.30  | \$112.50 |    |
| Tues                          | 12/15/2020 | P Bellot | Operational Management  | 0.90 | 0.90  | \$337.50 |  |
| Tues                          | 12/15/2020 | P Bellot | Kimco amendment review  | 0.20 | 0.20  | \$75.00  |  |
| Tues                          | 12/15/2020 | P Bellot | Operational Management  | 0.10 | 0.10  | \$37.50  |  |
| Tues                          | 12/15/2020 | P Bellot | 7752 Prop tax invoice review  | 0.20 | 0.20  | \$75.00  |  |
| Tues                          | 12/15/2020 | P Bellot | Operational Management  | 0.40 | 0.40  | \$150.00 |  |
| Tues                          | 12/15/2020 | P Bellot | Research and respond to Hilco questions on 7435 deal                  | 0.90 | 0.90  | \$337.50 |  |
| Tues                          | 12/15/2020 | P Bellot | Operational Management  | 0.20 | 0.20  | \$75.00  |  |
| Tues                          | 12/15/2020 | P Bellot | Research and respond to Hilco questions on 7760                       | 0.30 | 0.30  | \$112.50 |  |
| Tues                          | 12/15/2020 | P Bellot | Operational Management  | 0.10 | 0.10  | \$37.50  |  |
| Tues                          | 12/15/2020 | P Bellot | 7397 amendment redline review   | 0.20 | 0.20  | \$75.00  |  |
| Tues                          | 12/15/2020 | P Bellot | Operational Management  | 0.40 | 0.40  | \$150.00 |  |
| Tues                          | 12/15/2020 | P Bellot | 7789 amendment redline review   | 0.90 | 0.90  | \$337.50 |  |
| Tues                          | 12/15/2020 | P Bellot | Operational Management  | 0.20 | 0.20  | \$75.00  |  |
| Tues                          | 12/15/2020 | P Bellot | Research and respond to N Ballen questions on 7459                    | 0.30 | 0.30  | \$112.50 |  |
| Tues                          | 12/15/2020 | P Bellot | Operational Management  | 0.10 | 0.10  | \$37.50  |  |
| Tues                          | 12/15/2020 | P Bellot | Research and respond to M Tabloff questions on Historical freeze data | 0.20 | 0.20  | \$75.00  |  |
| Tues                          | 12/15/2020 | P Bellot | Operational Management  | 0.40 | 0.40  | \$150.00 |  |
| Tues                          | 12/15/2020 | P Bellot | Hilco amendment tracker review  | 0.90 | 0.90  | \$337.50 |  |
| Tues                          | 12/15/2020 | P Bellot | Operational Management  | 0.20 | 0.20  | \$75.00  |  |
| Tues                          | 12/15/2020 | P Bellot | Call with R Gayle to review cure rec summary analysis                 | 0.30 | 0.30  | \$112.50 |  |
| Tues                          | 12/15/2020 | P Bellot | Operational Management  | 0.10 | 0.10  | \$37.50  |  |
| Tues                          | 12/15/2020 | P Bellot | Review 7765 redlines to amendment                                     | 0.10 | 0.10  | \$37.50  |  |
| Tues                          | 12/15/2020 | P Bellot | Operational Management  | 0.10 | 0.10  | \$37.50  |  |
| Tues                          | 12/15/2020 | P Bellot | Drafted approval notes to Hilco re 3 new deals                        | 0.10 | 0.10  | \$37.50  |  |
| Wed                           | 12/16/2020 | P Bellot | Operational Management  | 0.10 | 0.10  | \$37.50  |  |
|                               |            |          | Review 7360 deal sheet and draft questions for Hilco                  |      |       |          |   |
|                               |            |          | Operational Management  |      |       |          |   |
|                               |            |          | Research and respond to J Burgos questions on 7753                    |      |       |          |   |

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### Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)

| Day                           | Date       | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|----------|---|------|-------|----------|---|
| <i>Operational Management</i> |            |          |   |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management  | 0.50 | 0.50  | \$187.50 |    |
|                               |            |          | Call with B Gleason, M Karbiner, K Doyle, R Gayle, K Landis re: BK case updates, bid deadline results/next steps, workstream updates, schedule coordination, deliverable review |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management  | 0.10 | 0.10  | \$37.50  |    |
|                               |            |          | Research and respond to N Ballen questions on 7788  |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management  | 0.20 | 0.20  | \$75.00  |    |
|                               |            |          | Review and approve 7762 amendment draft   |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management  | 0.20 | 0.20  | \$75.00  |    |
|                               |            |          | Review 7444 amendment and provide changes to S Levick   |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management  | 0.20 | 0.20  | \$75.00  |  |
|                               |            |          | Draft request to GT re: o/s amendment request   |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management  | 0.30 | 0.30  | \$112.50 |  |
|                               |            |          | 7765 amendment review   |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management  | 0.10 | 0.10  | \$37.50  |  |
|                               |            |          | Call with R Gayle re lease amendment issues   |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management  | 0.20 | 0.20  | \$75.00  |  |
|                               |            |          | Call with R Gayle re review membership metrics for release, Hilco deal sheet review   |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management  | 1.40 | 1.40  | \$525.00 |  |
|                               |            |          | Update membership metrics data for lender reporting   |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management  | 0.30 | 0.30  | \$112.50 |  |
|                               |            |          | Draft email to GT re: 7360 expansion agreement  |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management  | 0.20 | 0.20  | \$75.00  |  |
|                               |            |          | Call with J Burgos to discuss LL recs   |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management  | 0.70 | 0.70  | \$262.50 |  |
|                               |            |          | Research and respond to PG questions on 7360 duplicate leases   |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management  | 0.20 | 0.20  | \$75.00  |  |
|                               |            |          | Review 7377 objection invoices and provide direction to accounting  |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management  | 0.60 | 0.60  | \$225.00 |  |
|                               |            |          | 7369 amendment review   |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management  | 0.70 | 0.70  | \$262.50 |  |

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| Day                           | Date       | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|----------|--|------|-------|----------|---|
| <i>Operational Management</i> |            |          |  |      |       |          |   |
|                               |            |          | 7459 reconciliation updates for S Edwards  |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management   | 0.50 | 0.50  | \$187.50 |    |
|                               |            |          | Draft list of amendments for N Ballen  |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management   | 0.10 | 0.10  | \$37.50  |    |
|                               |            |          | Research and respond to N Ballen questions on 7792   |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management   | 0.20 | 0.20  | \$75.00  |    |
|                               |            |          | Draft questions to R Wesson re 7874 equipment  |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management   | 0.60 | 0.60  | \$225.00 |    |
|                               |            |          | Call with M Tabloff, K Patel, B Udell, R Gayle re: Hilco lease updates, deal review, pipeline status, documentation process, update strategy |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management   | 0.40 | 0.40  | \$150.00 |  |
|                               |            |          | Review 7752 objection and draft response to N Ballen re: the same  |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management   | 0.40 | 0.40  | \$150.00 |  |
|                               |            |          | Call with S Levick re: 7789 amendment  |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management   | 0.40 | 0.40  | \$150.00 |  |
|                               |            |          | 2602 amendment review  |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |  |
|                               |            |          | Call with S Edwards re: 7752 rent reconciliation   |      |       |          |   |
| Wed                           | 12/16/2020 | P Bellot | Operational Management   | 0.60 | 0.60  | \$225.00 |  |
|                               |            |          | Update 7753 rec based on notes from S Edwards  |      |       |          |   |
| Thur                          | 12/17/2020 | P Bellot | Operational Management   | 0.20 | 0.20  | \$75.00  |  |
|                               |            |          | Call with B Gleason to review amendment tracker  |      |       |          |   |
| Thur                          | 12/17/2020 | P Bellot | Operational Management   | 0.20 | 0.20  | \$75.00  |  |
|                               |            |          | Draft questions to J Burgos on 7753 tax bills  |      |       |          |   |
| Thur                          | 12/17/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |  |
|                               |            |          | 7752 rec update for N Ballen   |      |       |          |   |
| Thur                          | 12/17/2020 | P Bellot | Operational Management   | 1.30 | 1.30  | \$487.50 |  |
|                               |            |          | Built amendment execution tracker for B Gleason review & aligned with Hilco reporting  |      |       |          |   |
| Thur                          | 12/17/2020 | P Bellot | Operational Management   | 0.20 | 0.20  | \$75.00  |  |
|                               |            |          | 7334 lease amendment review  |      |       |          |   |

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| Day                           | Date       | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|----------|---|------|-------|----------|---|
| <i>Operational Management</i> |            |          |   |      |       |          |   |
| Thur                          | 12/17/2020 | P Bellot | Operational Management  | 0.40 | 0.40  | \$150.00 |    |
| Thur                          | 12/17/2020 | P Bellot | 7438 deal sheet review and approval<br>Operational Management   | 0.50 | 0.50  | \$187.50 |    |
| Thur                          | 12/17/2020 | P Bellot | Review BG signature in doc and sent<br>amendments to Hilco for LL signature<br>after updating tracker<br>Operational Management | 0.10 | 0.10  | \$37.50  |    |
| Thur                          | 12/17/2020 | P Bellot | Call with R Gayle re lease<br>amendment execution<br>Operational Management   | 0.40 | 0.40  | \$150.00 |    |
| Thur                          | 12/17/2020 | P Bellot | 7760 deal sheet review and approval<br>Operational Management   | 0.20 | 0.20  | \$75.00  |    |
| Thur                          | 12/17/2020 | P Bellot | Draft questions to GT re: Simon<br>amendments<br>Operational Management   | 1.20 | 1.20  | \$450.00 |    |
| Thur                          | 12/17/2020 | P Bellot | Final review of Kimco amendments<br>ahead of BG signature<br>Operational Management   | 0.20 | 0.20  | \$75.00  |  |
| Thur                          | 12/17/2020 | P Bellot | 7435 admin rent response to N Ballen<br>Operational Management  | 0.20 | 0.20  | \$75.00  |  |
| Thur                          | 12/17/2020 | P Bellot | Call with R Gayle re membership<br>metrics analysis<br>Operational Management   | 0.40 | 0.40  | \$150.00 |  |
| Thur                          | 12/17/2020 | P Bellot | Call with P Cunningham re: CG's<br>Operational Management   | 0.30 | 0.30  | \$112.50 |  |
| Thur                          | 12/17/2020 | P Bellot | Call with R Gayle to review<br>amendment redlines<br>Operational Management   | 0.30 | 0.30  | \$112.50 |  |
| Thur                          | 12/17/2020 | P Bellot | Call with R Gayle re Jan rent check<br>approach, lease deal review<br>Operational Management                                    | 0.40 | 0.40  | \$150.00 |  |
| Thur                          | 12/17/2020 | P Bellot | Assembled all amendments ready for<br>execution in to package for B<br>Gleason signature<br>Operational Management              | 0.30 | 0.30  | \$112.50 |  |
| Thur                          | 12/17/2020 | P Bellot | 7460 amendment review and<br>approval<br>Operational Management   | 0.20 | 0.20  | \$75.00  |  |
| Thur                          | 12/17/2020 | P Bellot | 7334 amendment redline comments<br>Operational Management   | 0.30 | 0.30  | \$112.50 |  |
|                               |            |          | Call with R Gayle re: lease<br>amendment execution, open lease<br>amendment reviews, corp guarantee<br>issues                   |      |       |          |   |



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| Day                                  | Date       | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|--------------------------------------|------------|----------|--|------|-------|----------|---|
| <i><b>Operational Management</b></i> |            |          |  |      |       |          |   |
| Thur                                 | 12/17/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |    |
|                                      |            |          | Hilco deal sheet review and analysis   |      |       |          |   |
| Thur                                 | 12/17/2020 | P Bellot | Operational Management   | 0.20 | 0.20  | \$75.00  |    |
|                                      |            |          | Call with R Gayle re: Jan rent check runs across holiday, coverage needed, approach to calculations  |      |       |          |   |
| Thur                                 | 12/17/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |    |
|                                      |            |          | 7752 cure objection research and response to N Ballen  |      |       |          |   |
| Thur                                 | 12/17/2020 | P Bellot | Operational Management   | 0.80 | 0.80  | \$300.00 |    |
|                                      |            |          | Call with R Gayle re: lease deal issues, lease deal review, transition planning  |      |       |          |   |
| Fri                                  | 12/18/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |    |
|                                      |            |          | Call with R Gayle re transitional planning update  |      |       |          |   |
| Fri                                  | 12/18/2020 | P Bellot | Operational Management   | 0.40 | 0.40  | \$150.00 |  |
|                                      |            |          | Call with K Landis to discuss transition issues  |      |       |          |   |
| Fri                                  | 12/18/2020 | P Bellot | Operational Management   | 0.60 | 0.60  | \$225.00 |  |
|                                      |            |          | Call with B Gleason, M Karbiner, K Doyle, R Gayle, K Landis re: BK case updates, transition updates, workstream updates, schedule coordination, deliverable review |      |       |          |   |
| Fri                                  | 12/18/2020 | P Bellot | Operational Management   | 2.60 | 2.60  | \$975.00 |  |
|                                      |            |          | Built transition plan & wind down check list document  |      |       |          |   |
| Fri                                  | 12/18/2020 | P Bellot | Operational Management   | 1.50 | 1.50  | \$562.50 |  |
|                                      |            |          | Call with R Gayle to discuss amendments, current roles & transition responsibilities   |      |       |          |   |
| Sat                                  | 12/19/2020 | P Bellot | Operational Management   | 1.70 | 1.70  | \$637.50 |  |
|                                      |            |          | Call with R Gayle to review and update transition plan check list  |      |       |          |   |
| Mon                                  | 12/21/2020 | P Bellot | Operational Management   | 0.60 | 0.60  | \$225.00 |  |
|                                      |            |          | Update lease tracker with new activity   |      |       |          |   |
| Mon                                  | 12/21/2020 | P Bellot | Operational Management   | 1.30 | 1.30  | \$487.50 |  |
|                                      |            |          | Call with B Vahaly, F Napalitano, K Miramadi, B Gleason, R Gayle, R Julianelli, and D Mayer re: transition planning meeting. critical issues review                |      |       |          |   |

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











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## Filters Used:

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- Project ID: YouFit III - BK: to YouFit III - BK:

\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                                  | Date       | Employee | Description   | Hrs  | B-Hrs | Amount   | *   |
|--------------------------------------|------------|----------|---|------|-------|----------|---|
| <i><b>Operational Management</b></i> |            |          |   |      |       |          |   |
| Mon                                  | 12/21/2020 | P Bellot | Operational Management  | 0.50 | 0.50  | \$187.50 |    |
|                                      |            |          | Write up of meeting minutes from transition planning call with the buyer  |      |       |          |   |
| Mon                                  | 12/21/2020 | P Bellot | Operational Management  | 0.10 | 0.10  | \$37.50  |    |
|                                      |            |          | Email to mgmt requesting items for the buyers   |      |       |          |   |
| Mon                                  | 12/21/2020 | P Bellot | Operational Management  | 0.30 | 0.30  | \$112.50 |    |
|                                      |            |          | 7730 deal review and analysis   |      |       |          |   |
| Mon                                  | 12/21/2020 | P Bellot | Operational Management  | 0.30 | 0.30  | \$112.50 |    |
|                                      |            |          | Review and analyze 7760 deal  |      |       |          |   |
| Mon                                  | 12/21/2020 | P Bellot | Operational Management  | 1.20 | 1.20  | \$450.00 |    |
|                                      |            |          | Call with B Gleason, M Karbiner, R Gayle, K Doyle, K Landis (partial) D Mayer (partial) re: BK update, transition planning update, budget approach, transition approach |      |       |          |   |
| Mon                                  | 12/21/2020 | P Bellot | Operational Management  | 0.60 | 0.60  | \$225.00 |  |
|                                      |            |          | Call with R Gayle re transition tasks, lease deal review, lease amendment review, deal amendment issue to pay admin rent previously withheld pending a deal             |      |       |          |   |
| Mon                                  | 12/21/2020 | P Bellot | Operational Management  | 0.60 | 0.60  | \$225.00 |  |
|                                      |            |          | Call with R Gayle re: transition follow-ups, lease amendment and deal approval queue  |      |       |          |   |
| Mon                                  | 12/21/2020 | P Bellot | Operational Management  | 0.30 | 0.30  | \$112.50 |  |
|                                      |            |          | 7908 redline review   |      |       |          |   |
| Tues                                 | 12/22/2020 | P Bellot | Operational Management  | 0.30 | 0.30  | \$112.50 |  |
|                                      |            |          | Review and distribute insurance schedule to buyer   |      |       |          |   |
| Tues                                 | 12/22/2020 | P Bellot | Operational Management  | 0.10 | 0.10  | \$37.50  |  |
|                                      |            |          | Upload new deal sheets to the data room   |      |       |          |   |
| Tues                                 | 12/22/2020 | P Bellot | Operational Management  | 0.40 | 0.40  | \$150.00 |  |
|                                      |            |          | Final review of 7908 amendment & presentation to B Gleason with deal terms  |      |       |          |   |
| Tues                                 | 12/22/2020 | P Bellot | Operational Management  | 0.60 | 0.60  | \$225.00 |  |
|                                      |            |          | Review and analyze two new Hilco deals  |      |       |          |   |
| Tues                                 | 12/22/2020 | P Bellot | Operational Management  | 0.60 | 0.60  | \$225.00 |  |
|                                      |            |          | Call with R Gayle to approve new Hilco deals and review LL redlines   |      |       |          |   |

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










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- Time Entry Date: 11/30/2020 to 12/31/2020
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\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra

### Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)

| Day                           | Date       | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|----------|--|------|-------|----------|---|
| <i>Operational Management</i> |            |          |  |      |       |          |   |
| Tues                          | 12/22/2020 | P Bellot | Operational Management   | 0.40 | 0.40  | \$150.00 |    |
|                               |            |          | Call with M Tabloff, K Patel, B Udell, R Gayle re: Hilco lease updates, deal review, pipeline status, documentation process, update strategy, rejected club review |      |       |          |   |
| Tues                          | 12/22/2020 | P Bellot | Operational Management   | 0.10 | 0.10  | \$37.50  |    |
|                               |            |          | Call with R Gayle to review Jan rent pmt file  |      |       |          |   |
| Tues                          | 12/22/2020 | P Bellot | Operational Management   | 0.40 | 0.40  | \$150.00 |    |
|                               |            |          | Call with M Karbiner to walk through mechanics and methodology of January rent payments  |      |       |          |   |
| Tues                          | 12/22/2020 | P Bellot | Operational Management   | 1.70 | 1.70  | \$637.50 |    |
|                               |            |          | Update membership statistics   |      |       |          |   |
| Tues                          | 12/22/2020 | P Bellot | Operational Management   | 2.10 | 2.10  | \$787.50 |  |
|                               |            |          | Review each deal amendment and create January rent schedule  |      |       |          |   |
| Tues                          | 12/22/2020 | P Bellot | Operational Management   | 1.30 | 1.30  | \$487.50 |  |
|                               |            |          | Call with R Gayle re review Hilco re-calculations of savings from pre-Hilco deferrals with adjusted fees, approve approach, lease deal review                      |      |       |          |   |
| Tues                          | 12/22/2020 | P Bellot | Operational Management   | 1.30 | 1.30  | \$487.50 |  |
|                               |            |          | Update lease amendment tracker for deals to date   |      |       |          |   |
| Tues                          | 12/22/2020 | P Bellot | Operational Management   | 0.40 | 0.40  | \$150.00 |  |
|                               |            |          | Research invoices for 7908 and calculate pmt necessary for deal  |      |       |          |   |
| Tues                          | 12/22/2020 | P Bellot | Operational Management   | 0.20 | 0.20  | \$75.00  |  |
|                               |            |          | Update lease activity tracker  |      |       |          |   |
| Tues                          | 12/22/2020 | P Bellot | Operational Management   | 0.70 | 0.70  | \$262.50 |  |
|                               |            |          | Research into Dec admin rent check requirements  |      |       |          |   |
| Wed                           | 12/23/2020 | P Bellot | Operational Management   | 0.80 | 0.80  | \$300.00 |  |
|                               |            |          | Call with B Gleason, M Karbiner, K Doyle, and R Gayle re: transition planning, budget extension review, assumption review  |      |       |          |   |
| Wed                           | 12/23/2020 | P Bellot | Operational Management   | 0.80 | 0.80  | \$300.00 |  |
|                               |            |          | Calculate cure cost estimates with deals   |      |       |          |   |
| Wed                           | 12/23/2020 | P Bellot | Operational Management   | 0.30 | 0.30  | \$112.50 |  |

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| Day                           | Date       | Employee | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|----------|--|------|-------|----------|---|
| <i>Operational Management</i> |            |          |  |      |       |          |   |
| Wed                           | 12/23/2020 | P Bellot | Call with R Gayle re: 7751 and 7455 amendments<br>Operational Management   | 0.50 | 0.50  | \$187.50 |    |
| Wed                           | 12/23/2020 | P Bellot | Call with B Gleason, M Karbiner, K Doyle, and R Gayle re: hearing f/u, solution review<br>Operational Management   | 0.10 | 0.10  | \$37.50  |    |
| Wed                           | 12/23/2020 | P Bellot | Call with R Gayle to review amendments and discuss Jan rent<br>Operational Management  | 0.10 | 0.10  | \$37.50  |    |
| Wed                           | 12/23/2020 | P Bellot | Revise 7908 check request<br>Operational Management  | 0.60 | 0.60  | \$225.00 |    |
| Wed                           | 12/23/2020 | P Bellot | Reconcile Company's deal tracker with Hilco's<br>Operational Management  | 0.70 | 0.70  | \$262.50 |   |
| Wed                           | 12/23/2020 | P Bellot | Call with B Gleason, M Karbiner, R Gayle, and K Doyle re: hearing outcome, budget, next steps<br>Operational Management  | 0.60 | 0.60  | \$225.00 |  |
| Mon                           | 12/28/2020 | P Bellot | Call with R Gayle re deal amendment issue on 7751, 7455 regarding conditional abatements if rejected, Hilco summary sheet review/dissemination<br>Operational Management   | 0.40 | 0.40  | \$150.00 |  |
| Tues                          | 12/29/2020 | P Bellot | Call with K Landis, M Karbiner, K Doyle, R Gayle, and B Gleason re case update, DIP budget review/approach/next steps, draft sale updates, bk scheduled filing status, membership communication update<br>Operational Management | 0.40 | 0.40  | \$150.00 |  |
| Tues                          | 12/29/2020 | P Bellot | 7335 amendment review<br>Operational Management  | 0.30 | 0.30  | \$112.50 |  |
| Wed                           | 12/30/2020 | P Bellot | 7753 research for N Ballen<br>Operational Management   | 0.50 | 0.50  | \$187.50 |  |
| Wed                           | 12/30/2020 | P Bellot | Review Hilco tracker and reconcile against the Company's deal tracker<br>Operational Management  | 0.60 | 0.60  | \$225.00 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee | Description   | Hrs           | B-Hrs         | Amount             | *   |
|-------------------------------|------------|----------|---|---------------|---------------|--------------------|---|
| <i>Operational Management</i> |            |          |   |               |               |                    |   |
|                               |            |          | Call with M Tabloff, K Patel, B Udell, R Gayle, G Apter, F Napolitano re: Hilco lease updates, Bk status update, deal review, pipeline status, documentation process, update strategy, rejected club review |               |               |                    |   |
| Wed                           | 12/30/2020 | P Bellot | Operational Management  | 0.90          | 0.90          | \$337.50           |    |
|                               |            |          | Call with M Karbiner, K Doyle, R Gayle, K Landis, and B Gleason re case update, workstream review, next steps   |               |               |                    |   |
| Wed                           | 12/30/2020 | P Bellot | Operational Management  | 1.90          | 1.90          | \$712.50           |    |
|                               |            |          | Build membership count dashboard  |               |               |                    |   |
| Wed                           | 12/30/2020 | P Bellot | Operational Management  | 1.60          | 1.60          | \$600.00           |    |
|                               |            |          | Call with R Gayle, M Karbiner (partial .1) re: past-due admin rent analysis inside of lease amendment deals   |               |               |                    |   |
| Wed                           | 12/30/2020 | P Bellot | Operational Management  | 0.40          | 0.40          | \$150.00           |  |
|                               |            |          | Call with R Gayle to ensure all amendments finalized and receive update on transition items   |               |               |                    |   |
| Wed                           | 12/30/2020 | P Bellot | Operational Management  | 0.10          | 0.10          | \$37.50            |  |
|                               |            |          | Call with R Gayle to review new deal paperwork  |               |               |                    |   |
| Thur                          | 12/31/2020 | P Bellot | Operational Management  | 0.40          | 0.40          | \$150.00           |  |
|                               |            |          | Call with R Gayle re: rent payment strategy, billing data analysis, lease deal process update   |               |               |                    |   |
| <b>P Bellot Total:</b>        |            |          |   | <b>125.60</b> | <b>125.60</b> | <b>\$47,100.00</b> |   |

**Rodney Gayle**

|     |            |              |   |      |      |          |   |
|-----|------------|--------------|---|------|------|----------|---|
| Mon | 11/30/2020 | Rodney Gayle | Operational Management  | 1.60 | 1.60 | \$840.00 |  |
|     |            |              | Call with J Johnson re: operational updates, strategy, extended services, regional structure follow-ups |      |      |          |   |
| Mon | 11/30/2020 | Rodney Gayle | Operational Management  | 0.20 | 0.20 | \$105.00 |  |
|     |            |              | Review/reply to lease amendments, status, timing  |      |      |          |   |
| Mon | 11/30/2020 | Rodney Gayle | Operational Management  | 1.20 | 1.20 | \$630.00 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee     | Description  | Hrs  | B-Hrs | Amount     | *   |
|-------------------------------|------------|--------------|--|------|-------|------------|---|
| <i>Operational Management</i> |            |              |  |      |       |            |   |
|                               |            |              | Review/research/reply to M Leto update on 7743 LL refusal to allow testing and insisting on BK counsel involvement, forward update on matter to E Howe |      |       |            |   |
| Mon                           | 11/30/2020 | Rodney Gayle | Operational Management   | 0.70 | 0.70  | \$367.50   |    |
|                               |            |              | Call with P Bellot re: lease amendment deal review, cure objection reconciliations   |      |       |            |   |
| Mon                           | 11/30/2020 | Rodney Gayle | Operational Management   | 0.90 | 0.90  | \$472.50   |    |
|                               |            |              | Call with B Gleason, M Karbiner re: UCC follow-up status, scheduling, direction on next steps  |      |       |            |   |
| Mon                           | 11/30/2020 | Rodney Gayle | Operational Management   | 0.90 | 0.90  | \$472.50   |    |
|                               |            |              | Review/reply to 7749 TIA response letter   |      |       |            |   |
| Mon                           | 11/30/2020 | Rodney Gayle | Operational Management   | 0.20 | 0.20  | \$105.00   |  |
|                               |            |              | Call with J Johnson re: operational agenda review for FA call  |      |       |            |   |
| Mon                           | 11/30/2020 | Rodney Gayle | Operational Management   | 0.40 | 0.40  | \$210.00   |  |
|                               |            |              | Review/reply re: operations issues on Google ad payments, 7805 equipment status  |      |       |            |   |
| Mon                           | 11/30/2020 | Rodney Gayle | Operational Management   | 4.20 | 4.20  | \$2,205.00 |  |
|                               |            |              | Review/research/analysis re: marketing/membership metrics  |      |       |            |   |
| Tues                          | 12/1/2020  | Rodney Gayle | Operational Management   | 0.90 | 0.90  | \$472.50   |  |
|                               |            |              | Call with B Gleason, J Johnson, D Mayer, R Julianelli, M Karbiner re: executive update, BK update, marketing performance review                        |      |       |            |   |
| Tues                          | 12/1/2020  | Rodney Gayle | Operational Management   | 0.40 | 0.40  | \$210.00   |  |
|                               |            |              | Review/research/reply to new lease deals from Hilco  |      |       |            |   |
| Tues                          | 12/1/2020  | Rodney Gayle | Operational Management   | 1.00 | 1.00  | \$525.00   |  |
|                               |            |              | Call with J Johnson, Lift virtual service vendor, service demo, platform capabilities, value proposition   |      |       |            |   |
| Tues                          | 12/1/2020  | Rodney Gayle | Operational Management   | 0.30 | 0.30  | \$157.50   |  |
|                               |            |              | Call with K Kintner, J Singer, J Johnson, S LeWinter re: communications update   |      |       |            |   |
| Tues                          | 12/1/2020  | Rodney Gayle | Operational Management   | 0.20 | 0.20  | \$105.00   |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date      | Employee     | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|-----------|--------------|--|------|-------|----------|---|
| <i>Operational Management</i> |           |              |  |      |       |          |   |
| Tues                          | 12/1/2020 | Rodney Gayle | Call with E Howe re: rejected club status, equipment status<br>Operational Management  | 0.20 | 0.20  | \$105.00 |    |
| Tues                          | 12/1/2020 | Rodney Gayle | Review/reply re: issue with microsite vendor<br>Operational Management   | 0.90 | 0.90  | \$472.50 |    |
| Tues                          | 12/1/2020 | Rodney Gayle | Review/research/reply/redline re: lease amendments for 7 deals<br>Operational Management   | 1.20 | 1.20  | \$630.00 |    |
| Tues                          | 12/1/2020 | Rodney Gayle | Review/research re: marketing/membership metrics<br>Operational Management   | 0.40 | 0.40  | \$210.00 |    |
| Tues                          | 12/1/2020 | Rodney Gayle | Review/reply re: lease / LL issues at 7459<br>Operational Management   | 0.40 | 0.40  | \$210.00 |  |
| Tues                          | 12/1/2020 | Rodney Gayle | Call with B Gleason, M Karbiner re: workstream updates, coordinate UCC requests<br>Operational Management  | 0.20 | 0.20  | \$105.00 |  |
| Tues                          | 12/1/2020 | Rodney Gayle | Review/research/reply to FA request for regional field organization information<br>Operational Management  | 0.60 | 0.60  | \$315.00 |  |
| Tues                          | 12/1/2020 | Rodney Gayle | Review/reply re: Dec rent run, Nov rent adjustments<br>Operational Management  | 0.60 | 0.60  | \$315.00 |  |
| Tues                          | 12/1/2020 | Rodney Gayle | Review/research/reply re: member credit/chargeback reporting, membership reconciliation support, interchanges R Merryman for data/info<br>Operational Management | 0.40 | 0.40  | \$210.00 |  |
| Tues                          | 12/1/2020 | Rodney Gayle | Call with E Howe re: 7743 Cocowalk debrief, membership communication status<br>Operational Management  | 0.90 | 0.90  | \$472.50 |  |
| Tues                          | 12/1/2020 | Rodney Gayle | Review/research/reply re: member communications edits, resource/link hosting for links<br>Operational Management   | 0.10 | 0.10  | \$52.50  |  |
| Tues                          | 12/1/2020 | Rodney Gayle | Call with P Bellot re: lease amendment review<br>Operational Management  | 0.50 | 0.50  | \$262.50 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date      | Employee     | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|-----------|--------------|---|------|-------|----------|---|
| <i>Operational Management</i> |           |              |   |      |       |          |   |
|                               |           |              | Call with J Johnson, S LeWinter (partial) re: local management services, direct next steps, review chargeback reporting   |      |       |          |   |
| Tues                          | 12/1/2020 | Rodney Gayle | Operational Management  | 0.50 | 0.50  | \$262.50 |    |
|                               |           |              | Call with B Gleason re: rejected clubs, 7743 club status/approach, contract follow-ups  |      |       |          |   |
| Tues                          | 12/1/2020 | Rodney Gayle | Operational Management  | 0.20 | 0.20  | \$105.00 |    |
|                               |           |              | Call with P Bellot re: 7749 lease issues  |      |       |          |   |
| Wed                           | 12/2/2020 | Rodney Gayle | Operational Management  | 1.30 | 1.30  | \$682.50 |    |
|                               |           |              | Call with B Gleason, M Karbiner, P Bellot, K Doyle re: case updates, UCC requests/responses, schedule status, workstream update, rejection review   |      |       |          |   |
| Wed                           | 12/2/2020 | Rodney Gayle | Operational Management  | 0.50 | 0.50  | \$262.50 |  |
|                               |           |              | Review/update/reply re: lease PG analysis   |      |       |          |   |
| Wed                           | 12/2/2020 | Rodney Gayle | Operational Management  | 0.50 | 0.50  | \$262.50 |  |
|                               |           |              | Call with Motus team (L Gadin, R Gannon, J Dickinson), YF team (J Polis, J Johnson, S LeWinter, A Kelleher) re: weekly marketing update, club/lead performance, club/segment performance, adjustments to plan |      |       |          |   |
| Wed                           | 12/2/2020 | Rodney Gayle | Operational Management  | 0.90 | 0.90  | \$472.50 |  |
|                               |           |              | Call with B Gleason, J Johnson re: operational update, RFC work flow analysis/comparative, decisions on RFCs  |      |       |          |   |
| Wed                           | 12/2/2020 | Rodney Gayle | Operational Management  | 0.60 | 0.60  | \$315.00 |  |
|                               |           |              | Review/reply to issues with membership communication, web errors, troubleshooting   |      |       |          |   |
| Wed                           | 12/2/2020 | Rodney Gayle | Operational Management  | 0.20 | 0.20  | \$105.00 |  |
|                               |           |              | Review/analysis of Dec rent payments, deal adjustments, budget compare  |      |       |          |   |
| Wed                           | 12/2/2020 | Rodney Gayle | Operational Management  | 0.40 | 0.40  | \$210.00 |  |
|                               |           |              | Review/reply re: excessive LL late fee charges  |      |       |          |   |
| Wed                           | 12/2/2020 | Rodney Gayle | Operational Management  | 0.80 | 0.80  | \$420.00 |  |



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\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra

**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date      | Employee     | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|-----------|--------------|---|------|-------|----------|---|
| <i>Operational Management</i> |           |              |   |      |       |          |   |
|                               |           |              | Call with M Tabloff, K Patel, B Udell, P Bellot re: Hilco lease updates, deal review, pipeline status, documentation process, update strategy |      |       |          |   |
| Wed                           | 12/2/2020 | Rodney Gayle | Operational Management  | 0.40 | 0.40  | \$210.00 |    |
|                               |           |              | Review/analysis of Dec rent payments, deal adjustments, budget compare  |      |       |          |   |
| Wed                           | 12/2/2020 | Rodney Gayle | Operational Management  | 0.80 | 0.80  | \$420.00 |    |
|                               |           |              | Call with M Leto, D Smith (partial) re: 7743 Cocowalk approach, next steps, water expert scheduling, reconstruction scheduling, notice to LL  |      |       |          |   |
| Wed                           | 12/2/2020 | Rodney Gayle | Operational Management  | 1.30 | 1.30  | \$682.50 |  |
|                               |           |              | Review/research re: marketing/membership metrics  |      |       |          |   |
| Wed                           | 12/2/2020 | Rodney Gayle | Operational Management  | 0.80 | 0.80  | \$420.00 |  |
|                               |           |              | Review/research/reply re: LL offer on 7805 equipment, assertion of administrative claim.  |      |       |          |   |
| Wed                           | 12/2/2020 | Rodney Gayle | Operational Management  | 0.30 | 0.30  | \$157.50 |  |
|                               |           |              | Review/analysis of RFC comparative  |      |       |          |   |
| Wed                           | 12/2/2020 | Rodney Gayle | Operational Management  | 0.40 | 0.40  | \$210.00 |  |
|                               |           |              | Review local management contract, requirement from S LeWinter, queue up E Howe for rejection  |      |       |          |   |
| Wed                           | 12/2/2020 | Rodney Gayle | Operational Management  | 0.10 | 0.10  | \$52.50  |  |
|                               |           |              | Call with P Bellot re: excessive LL late fee charges  |      |       |          |   |
| Wed                           | 12/2/2020 | Rodney Gayle | Operational Management  | 0.20 | 0.20  | \$105.00 |  |
|                               |           |              | Call with P Bellot re: Dec rent payment adjustments, final instructions   |      |       |          |   |
| Wed                           | 12/2/2020 | Rodney Gayle | Operational Management  | 0.50 | 0.50  | \$262.50 |  |
|                               |           |              | Call with P Bellot, A Mink, B Gleason & K Doyle to discuss schedule/SOFA prep, Dec Payment strategies, and hearing prep                       |      |       |          |   |
| Thur                          | 12/3/2020 | Rodney Gayle | Operational Management  | 0.30 | 0.30  | \$157.50 |  |

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## Filters Used:

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- Project ID: YouFit III - BK: to YouFit III - BK:

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date      | Employee     | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|-----------|--------------|---|------|-------|----------|---|
| <i>Operational Management</i> |           |              |   |      |       |          |   |
|                               |           |              | Review/ analysis of weekly membership data, reconciliation, ABC system data review  |      |       |          |   |
| Thur                          | 12/3/2020 | Rodney Gayle | Operational Management  | 0.20 | 0.20  | \$105.00 |    |
|                               |           |              | Call with P Bellot re: LL issues and lease deal follow ups  |      |       |          |   |
| Thur                          | 12/3/2020 | Rodney Gayle | Operational Management  | 1.40 | 1.40  | \$735.00 |    |
|                               |           |              | Review/redline/reply re: 7743 letter to landlord, multiple versions, schedule adjustment  |      |       |          |   |
| Thur                          | 12/3/2020 | Rodney Gayle | Operational Management  | 0.80 | 0.80  | \$420.00 |    |
|                               |           |              | Review/reply re: membership communications, reactions, media updates  |      |       |          |   |
| Thur                          | 12/3/2020 | Rodney Gayle | Operational Management  | 0.70 | 0.70  | \$367.50 |   |
|                               |           |              | Review/research/reply re: Mackinac request for rejected contract information  |      |       |          |   |
| Thur                          | 12/3/2020 | Rodney Gayle | Operational Management  | 0.60 | 0.60  | \$315.00 |  |
|                               |           |              | Review/research/reply to Howe email for information on clubs, closure dates, equipment status   |      |       |          |   |
| Thur                          | 12/3/2020 | Rodney Gayle | Operational Management  | 0.40 | 0.40  | \$210.00 |  |
|                               |           |              | Review/reply re: deal tracking status, queue size in legal review, request for resources/options  |      |       |          |   |
| Thur                          | 12/3/2020 | Rodney Gayle | Operational Management  | 0.50 | 0.50  | \$262.50 |  |
|                               |           |              | Review/research/reply to ad-hoc media updates   |      |       |          |   |
| Thur                          | 12/3/2020 | Rodney Gayle | Operational Management  | 0.60 | 0.60  | \$315.00 |  |
|                               |           |              | Call with B Gleason, M Karbiner re: coordination, Lender update prep, hearing prep, workstream updates, UCC requests, schedule issues, subsequent rejections. |      |       |          |   |
| Thur                          | 12/3/2020 | Rodney Gayle | Operational Management  | 0.70 | 0.70  | \$367.50 |  |
|                               |           |              | Call with P Bellot re: lease deal review, status of deal pipeline, review ways to accelerate  |      |       |          |   |
| Thur                          | 12/3/2020 | Rodney Gayle | Operational Management  | 0.40 | 0.40  | \$210.00 |  |
|                               |           |              | Call with P Bellot re: lease deal summary/benefits  |      |       |          |   |
| Thur                          | 12/3/2020 | Rodney Gayle | Operational Management  | 0.30 | 0.30  | \$157.50 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date      | Employee     | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|-----------|--------------|---|------|-------|----------|---|
| <i>Operational Management</i> |           |              |   |      |       |          |   |
| Thur                          | 12/3/2020 | Rodney Gayle | Review/reply request to extend cure objection deadline<br>Operational Management  | 1.40 | 1.40  | \$735.00 |    |
| Fri                           | 12/4/2020 | Rodney Gayle | Review/update of membership communication status, weblink status<br>Operational Management  | 0.90 | 0.90  | \$472.50 |    |
| Fri                           | 12/4/2020 | Rodney Gayle | Call with B Gleason, M Karbiner, A Mink (partial), P Bellot (partial), K Doyle, K Landis re: case updates, UCC requests/responses, schedule status, workstream update, next steps<br>Operational Management | 0.40 | 0.40  | \$210.00 |    |
| Fri                           | 12/4/2020 | Rodney Gayle | Call with M Karbiner re: adequate assurance review, rent estimates, membership metrics<br>Operational Management  | 1.20 | 1.20  | \$630.00 |  |
| Fri                           | 12/4/2020 | Rodney Gayle | Review/research/reply re: membership reconciliation<br>Operational Management   | 0.40 | 0.40  | \$210.00 |  |
| Fri                           | 12/4/2020 | Rodney Gayle | Call with P Bellot re: lease amendment language on percent of revenue deals<br>Operational Management   | 1.10 | 1.10  | \$577.50 |  |
| Fri                           | 12/4/2020 | Rodney Gayle | Review/research/reply re: 7743 expert forensics and reconstruction rescheduling, LL noticing edits, develop approach<br>Operational Management  | 0.80 | 0.80  | \$420.00 |  |
| Fri                           | 12/4/2020 | Rodney Gayle | Review/research/reply re: 7743 schedule change, review issues, redirect<br>Operational Management   | 1.20 | 1.20  | \$630.00 |  |
| Fri                           | 12/4/2020 | Rodney Gayle | Review/research/reply re: lease amendments from GT, approve to forward to Hilco/LL<br>Operational Management  | 0.50 | 0.50  | \$262.50 |  |
| Fri                           | 12/4/2020 | Rodney Gayle | Call with P Bellot, A Mink, B Gleason, K Doyle,, D Mayer, and K Landis to discuss schedule/SOFA, management strategies, and hearing prep<br>Operational Management  | 1.20 | 1.20  | \$630.00 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date      | Employee     | Description  | Hrs  | B-Hrs | Amount     | *   |
|-------------------------------|-----------|--------------|--|------|-------|------------|---|
| <i>Operational Management</i> |           |              |  |      |       |            |   |
| Fri                           | 12/4/2020 | Rodney Gayle | Call with P Bellot re:<br>review/analyze/approve lease<br>amendment deals from Hilco<br>Operational Management     | 0.40 | 0.40  | \$210.00   |    |
| Fri                           | 12/4/2020 | Rodney Gayle | Call with B Gleason re: lease<br>amendment status, membership<br>metrics reconciliation<br>Operational Management  | 0.30 | 0.30  | \$157.50   |    |
| Sat                           | 12/5/2020 | Rodney Gayle | Call with B Gleason re lease deal<br>amendment status<br>Operational Management                                    | 3.20 | 3.20  | \$1,680.00 |    |
| Sat                           | 12/5/2020 | Rodney Gayle | Review/research/reply re: lease<br>amendments from GT, approve to<br>forward to Hilco/LL<br>Operational Management | 0.20 | 0.20  | \$105.00   |   |
| Sun                           | 12/6/2020 | Rodney Gayle | Review/reply to lease amendment<br>questions<br>Operational Management   | 0.40 | 0.40  | \$210.00   |  |
| Mon                           | 12/7/2020 | Rodney Gayle | Review/research/reply to lease<br>amendments<br>Operational Management   | 0.20 | 0.20  | \$105.00   |  |
| Mon                           | 12/7/2020 | Rodney Gayle | Review/reply re: 7749 TIA issues<br>Operational Management   | 0.40 | 0.40  | \$210.00   |  |
| Mon                           | 12/7/2020 | Rodney Gayle | Review/research/reply re: contract<br>rejections on 2 vendors<br>Operational Management                            | 0.10 | 0.10  | \$52.50    |  |
| Mon                           | 12/7/2020 | Rodney Gayle | Call with M Karbiner re: transition<br>issues<br>Operational Management  | 0.60 | 0.60  | \$315.00   |  |
| Mon                           | 12/7/2020 | Rodney Gayle | Review/research re: membership<br>notification updates<br>Operational Management                                   | 0.20 | 0.20  | \$105.00   |  |
| Mon                           | 12/7/2020 | Rodney Gayle | Review/reply re: cure objection fee<br>charges<br>Operational Management   | 0.60 | 0.60  | \$315.00   |  |
| Mon                           | 12/7/2020 | Rodney Gayle | Review/research/reply re: lease<br>amendment changes, approve,<br>Mackinac questions<br>Operational Management     | 0.30 | 0.30  | \$157.50   |  |
| Mon                           | 12/7/2020 | Rodney Gayle | Review/reply re: treatment of<br>deferral agreement rents in<br>post-petition deals<br>Operational Management      | 1.20 | 1.20  | \$630.00   |  |

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- Project ID: YouFit III - BK: to YouFit III - BK:

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date      | Employee     | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|-----------|--------------|---|------|-------|----------|---|
| <i>Operational Management</i> |           |              |   |      |       |          |   |
| Mon                           | 12/7/2020 | Rodney Gayle | Call with P Bellot to review, analyze, and approve lease amendments<br>Operational Management   | 1.10 | 1.10  | \$577.50 |    |
| Mon                           | 12/7/2020 | Rodney Gayle | Review/research/reply re: AZ discrimination complaint/response, due diligence<br>Operational Management   | 0.30 | 0.30  | \$157.50 |    |
| Mon                           | 12/7/2020 | Rodney Gayle | Call with special consultant, J Johnson, B Gleason re: operations overview<br>Operational Management  | 1.30 | 1.30  | \$682.50 |    |
| Mon                           | 12/7/2020 | Rodney Gayle | Review/reply re: lease amendment issues<br>Operational Management   | 0.60 | 0.60  | \$315.00 |    |
| Mon                           | 12/7/2020 | Rodney Gayle | Review/research re: marketing updates<br>Operational Management   | 0.50 | 0.50  | \$262.50 |  |
| Mon                           | 12/7/2020 | Rodney Gayle | Review/research re: company performance metrics<br>Operational Management   | 0.60 | 0.60  | \$315.00 |  |
| Mon                           | 12/7/2020 | Rodney Gayle | Review/research re: customer feedback<br>Operational Management   | 0.70 | 0.70  | \$367.50 |  |
| Mon                           | 12/7/2020 | Rodney Gayle | Review media updates, customer feedback reviews<br>Operational Management   | 0.60 | 0.60  | \$315.00 |  |
| Mon                           | 12/7/2020 | Rodney Gayle | Call with B Gleason, M Karbiner, K Doyle, P Bellot, A Mink re: case update, workstream updates, open issues, coordinate next steps, transition issues<br>Operational Management | 0.90 | 0.90  | \$472.50 |  |
| Mon                           | 12/7/2020 | Rodney Gayle | Review/research/reply re: member chargeback analysis<br>Operational Management  | 0.20 | 0.20  | \$105.00 |  |
| Mon                           | 12/7/2020 | Rodney Gayle | Review/research/reply re: contract rejections on 2 vendors<br>Operational Management  | 0.30 | 0.30  | \$157.50 |  |
| Tues                          | 12/8/2020 | Rodney Gayle | Call with J Johnson re: site meetings, RFC updates, AZ discrimination<br>Operational Management   | 0.30 | 0.30  | \$157.50 |  |
| Tues                          | 12/8/2020 | Rodney Gayle | Review/reply re: vendor issues, rejection status<br>Operational Management  | 0.30 | 0.30  | \$157.50 |  |

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







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- Project ID: YouFit III - BK: to YouFit III - BK:

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date      | Employee     | Description   | Hrs  | B-Hrs | Amount     | *   |
|-------------------------------|-----------|--------------|---|------|-------|------------|---|
| <i>Operational Management</i> |           |              |   |      |       |            |   |
| Tues                          | 12/8/2020 | Rodney Gayle | Review/reply re: competitive ad campaign, approvals, offer, budget<br>Operational Management  | 0.90 | 0.90  | \$472.50   |    |
| Tues                          | 12/8/2020 | Rodney Gayle | Call with P Bellot re: lease deal review and approvals<br>Operational Management  | 0.40 | 0.40  | \$210.00   |    |
| Tues                          | 12/8/2020 | Rodney Gayle | Review/research/reply re: competitive ad issue<br>Operational Management  | 4.40 | 4.40  | \$2,310.00 |    |
| Tues                          | 12/8/2020 | Rodney Gayle | Develop analysis for ABC chargeback data<br>Operational Management  | 0.80 | 0.80  | \$420.00   |    |
| Tues                          | 12/8/2020 | Rodney Gayle | Call with A Benayoun (GT) re: competitive advertising issues, cease/desist, TIA issues at 7749<br>Operational Management  | 0.80 | 0.80  | \$420.00   |  |
| Tues                          | 12/8/2020 | Rodney Gayle | Review/research/reply to membership metrics analysis, non-billed / cancelled "orphan" analysis, weekly by club reconciliation, customer feedback scores<br>Operational Management | 0.70 | 0.70  | \$367.50   |  |
| Tues                          | 12/8/2020 | Rodney Gayle | Call with J Johnson, S LeWinter (partial) re: competitive ad campaign, membership credit/refund reporting<br>Operational Management   | 0.90 | 0.90  | \$472.50   |  |
| Tues                          | 12/8/2020 | Rodney Gayle | Call with M Karbiner re: chargeback analysis, refund/credit analysis<br>Operational Management  | 0.20 | 0.20  | \$105.00   |  |
| Tues                          | 12/8/2020 | Rodney Gayle | Review/reply to lease amendment deals issues<br>Operational Management  | 0.70 | 0.70  | \$367.50   |  |
| Tues                          | 12/8/2020 | Rodney Gayle | Call with K Kintner, J Singer, J Johnson, S LeWinter re: communication updates, PR opportunities<br>Operational Management  | 0.20 | 0.20  | \$105.00   |  |
| Tues                          | 12/8/2020 | Rodney Gayle | Call with E Howe re: equipment locked in 7805, Broward County tax issues<br>Operational Management  | 0.80 | 0.80  | \$420.00   |  |
|                               |           |              | Review/research/reply re: AZ discrimination position statement  |      |       |            |   |

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







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- Time Entry Date: 11/30/2020 to 12/31/2020
- Project ID: YouFit III - BK: to YouFit III - BK:

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### Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)

| Day                           | Date      | Employee     | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|-----------|--------------|---|------|-------|----------|---|
| <i>Operational Management</i> |           |              |   |      |       |          |   |
| Tues                          | 12/8/2020 | Rodney Gayle | Operational Management  | 1.10 | 1.10  | \$577.50 |    |
|                               |           |              | Call with B Gleason, J Johnson, D Mayer, R Julianelli, M Karbiner re: executive update, BK update, marketing performance review               |      |       |          |   |
| Tues                          | 12/8/2020 | Rodney Gayle | Operational Management  | 0.10 | 0.10  | \$52.50  |    |
|                               |           |              | Review/reply re: landlord issue with tenant violations  |      |       |          |   |
| Tues                          | 12/8/2020 | Rodney Gayle | Operational Management  | 0.90 | 0.90  | \$472.50 |    |
|                               |           |              | Call with B Gleason re: consulting agreements, transition issues  |      |       |          |   |
| Tues                          | 12/8/2020 | Rodney Gayle | Operational Management  | 1.50 | 1.50  | \$787.50 |    |
|                               |           |              | Review/research media updates, customer feedback analysis   |      |       |          |   |
| Tues                          | 12/8/2020 | Rodney Gayle | Operational Management  | 0.60 | 0.60  | \$315.00 |   |
|                               |           |              | Review/research/reply re: cure objection analysis   |      |       |          |   |
| Wed                           | 12/9/2020 | Rodney Gayle | Operational Management  | 0.30 | 0.30  | \$157.50 |  |
|                               |           |              | Review/reply re: lease amendment document reviews   |      |       |          |   |
| Wed                           | 12/9/2020 | Rodney Gayle | Operational Management  | 0.70 | 0.70  | \$367.50 |  |
|                               |           |              | Call with P Bellot re: lease amendment updates, cure objection analysis, transition prep discussion   |      |       |          |   |
| Wed                           | 12/9/2020 | Rodney Gayle | Operational Management  | 0.80 | 0.80  | \$420.00 |  |
|                               |           |              | Call with R Motton (YF) re: credit analysis review, code explanations, credit scenarios   |      |       |          |   |
| Wed                           | 12/9/2020 | Rodney Gayle | Operational Management  | 0.40 | 0.40  | \$210.00 |  |
|                               |           |              | Call with M Tabloff, K Patel, B Udell, P Bellot re: Hilco lease updates, deal review, pipeline status, documentation process, update strategy |      |       |          |   |
| Wed                           | 12/9/2020 | Rodney Gayle | Operational Management  | 0.40 | 0.40  | \$210.00 |  |
|                               |           |              | Review/research/analysis re: meeting prep   |      |       |          |   |
| Wed                           | 12/9/2020 | Rodney Gayle | Operational Management  | 1.30 | 1.30  | \$682.50 |  |
|                               |           |              | Call B Gleason, M Karbiner, K Doyle (partial), K Landis re: team meeting, review of open analysis, workstream updates, transition planning    |      |       |          |   |
| Wed                           | 12/9/2020 | Rodney Gayle | Operational Management  | 0.60 | 0.60  | \$315.00 |  |

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- Project ID: YouFit III - BK: to YouFit III - BK:

\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra

**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee     | Description  | Hrs  | B-Hrs | Amount     | *   |
|-------------------------------|------------|--------------|--|------|-------|------------|---|
| <i>Operational Management</i> |            |              |  |      |       |            |   |
| Wed                           | 12/9/2020  | Rodney Gayle | Review/research/update media update, NPS, member notice<br>Operational Management  | 1.10 | 1.10  | \$577.50   |    |
| Wed                           | 12/9/2020  | Rodney Gayle | Call with Motus team (Dan ?, Nat ?), YF team (J Polis, S LeWinter, A Kelleher, R Merryman) re: weekly marketing update, club/lead performance, club/segment performance, adjustments to plan, address issues<br>Operational Management | 3.60 | 3.60  | \$1,890.00 |    |
| Wed                           | 12/9/2020  | Rodney Gayle | Review/update/extend analysis for ABC chargeback data, cross-check file, validation, description follow-ups<br>Operational Management  | 0.40 | 0.40  | \$210.00   |    |
| Wed                           | 12/9/2020  | Rodney Gayle | Review/research/analysis re: digital performance<br>Operational Management   | 0.40 | 0.40  | \$210.00   |  |
| Wed                           | 12/9/2020  | Rodney Gayle | Review/research/analysis re: spend profiles<br>Operational Management  | 0.20 | 0.20  | \$105.00   |  |
| Wed                           | 12/9/2020  | Rodney Gayle | Review/reply to lease amendment deals issues<br>Operational Management   | 0.40 | 0.40  | \$210.00   |  |
| Thur                          | 12/10/2020 | Rodney Gayle | Review/research/analysis re: marketing performance<br>Operational Management   | 0.50 | 0.50  | \$262.50   |  |
| Thur                          | 12/10/2020 | Rodney Gayle | Call with S LeWinter re: marketing platform strategy<br>Operational Management   | 0.30 | 0.30  | \$157.50   |  |
| Thur                          | 12/10/2020 | Rodney Gayle | Review/update credit analysis<br>Operational Management  | 0.90 | 0.90  | \$472.50   |  |
| Thur                          | 12/10/2020 | Rodney Gayle | Call with J Johnson, S LeWinter, B Gleason re: marketing platform adjustments<br>Operational Management  | 0.90 | 0.90  | \$472.50   |  |
| Thur                          | 12/10/2020 | Rodney Gayle | Call with M Karbiner re: transition planning, issues, review<br>Operational Management   | 2.10 | 2.10  | \$1,102.50 |  |
| Thur                          | 12/10/2020 | Rodney Gayle | Update CRO Report notes for Lender/DIP Finance update call<br>Operational Management   | 0.30 | 0.30  | \$157.50   |  |
| Thur                          | 12/10/2020 | Rodney Gayle | Review/analysis re: conversion rate analysis<br>Operational Management   | 1.50 | 1.50  | \$787.50   |  |



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## Filters Used:

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- Project ID: YouFit III - BK: to YouFit III - BK:

\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra

**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee     | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|--------------|--|------|-------|----------|---|
| <i>Operational Management</i> |            |              |  |      |       |          |   |
|                               |            |              | Call with B Gleason (partial), S LeWinter, A Curtis, J Johnson re: Q1 Marketing Strategy, decisions, budget determination            |      |       |          |   |
| Thur                          | 12/10/2020 | Rodney Gayle | Operational Management   | 0.30 | 0.30  | \$157.50 |    |
|                               |            |              | Review/analysis re: Motus spend updates  |      |       |          |   |
| Thur                          | 12/10/2020 | Rodney Gayle | Operational Management   | 0.20 | 0.20  | \$105.00 |    |
|                               |            |              | Review/analysis re: marketing performance  |      |       |          |   |
| Thur                          | 12/10/2020 | Rodney Gayle | Operational Management   | 0.40 | 0.40  | \$210.00 |    |
|                               |            |              | Call with P Bellot on TPP reporting  |      |       |          |   |
| Thur                          | 12/10/2020 | Rodney Gayle | Operational Management   | 0.40 | 0.40  | \$210.00 |    |
|                               |            |              | Call with S LeWinter re: marketing platform strategy   |      |       |          |   |
| Fri                           | 12/11/2020 | Rodney Gayle | Operational Management   | 0.30 | 0.30  | \$157.50 |  |
|                               |            |              | Review/research/reply re: response plan  |      |       |          |   |
| Fri                           | 12/11/2020 | Rodney Gayle | Operational Management   | 0.50 | 0.50  | \$262.50 |  |
|                               |            |              | Review/redline/reply re: cease/desist letter on competitive ad response  |      |       |          |   |
| Fri                           | 12/11/2020 | Rodney Gayle | Operational Management   | 0.10 | 0.10  | \$52.50  |  |
|                               |            |              | Call with A Benayoun re: cease/desist letter on competitive issues   |      |       |          |   |
| Fri                           | 12/11/2020 | Rodney Gayle | Operational Management   | 0.30 | 0.30  | \$157.50 |  |
|                               |            |              | Call with M Karbiner re: UCC deliverable updates, workstream updates, retainer requirements  |      |       |          |   |
| Fri                           | 12/11/2020 | Rodney Gayle | Operational Management   | 0.30 | 0.30  | \$157.50 |  |
|                               |            |              | Call with M Karbiner, K Doyle, K Landis, P Bellot re: team meeting, review of open analysis, workstream updates, transition planning |      |       |          |   |
| Fri                           | 12/11/2020 | Rodney Gayle | Operational Management   | 0.30 | 0.30  | \$157.50 |  |
|                               |            |              | Review/reply re: DIP Lender meeting deliverables   |      |       |          |   |
| Fri                           | 12/11/2020 | Rodney Gayle | Operational Management   | 0.10 | 0.10  | \$52.50  |  |
|                               |            |              | Call with B Gleason re: cure objection reconciliations, 7743 update, lease review  |      |       |          |   |
| Fri                           | 12/11/2020 | Rodney Gayle | Operational Management   | 1.10 | 1.10  | \$577.50 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee     | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|--------------|--|------|-------|----------|---|
| <i>Operational Management</i> |            |              |  |      |       |          |   |
| Fri                           | 12/11/2020 | Rodney Gayle | Call with J Johnson, D Mayer, R Julianelli, M Karbiner re: executive update, BK update, marketing performance review | 0.50 | 0.50  | \$262.50 |    |
| Fri                           | 12/11/2020 | Rodney Gayle | Review/reply re: counsel retainer on Leto  | 0.10 | 0.10  | \$52.50  |    |
| Fri                           | 12/11/2020 | Rodney Gayle | Call with J Johnson re: operational issues, marketing plan for competitive response                                  | 0.20 | 0.20  | \$105.00 |    |
| Fri                           | 12/11/2020 | Rodney Gayle | Review/research/reply re: cease/desist status  | 1.70 | 1.70  | \$892.50 |   |
| Fri                           | 12/11/2020 | Rodney Gayle | Review/analysis/reply re: updated cure objection analysis including summary status, distribution to team             | 0.30 | 0.30  | \$157.50 |  |
| Fri                           | 12/11/2020 | Rodney Gayle | Review/research/reply re: competitive campaign   | 0.30 | 0.30  | \$157.50 |  |
| Fri                           | 12/11/2020 | Rodney Gayle | Review/research/reply re: development of communication plan for post-sale  | 0.30 | 0.30  | \$157.50 |  |
| Fri                           | 12/11/2020 | Rodney Gayle | Call with M Karbiner re: UCC deliverable updates, workstream updates,  | 0.30 | 0.30  | \$157.50 |  |
| Sat                           | 12/12/2020 | Rodney Gayle | Call with K Miramadi re: lease for corporate, requirements for lease/deal review                                     | 0.70 | 0.70  | \$367.50 |  |
| Sun                           | 12/13/2020 | Rodney Gayle | Review/reply re: Lauderdale legal responses on Broward tax issues  | 0.20 | 0.20  | \$105.00 |  |
| Mon                           | 12/14/2020 | Rodney Gayle | Review/reply re: financial billing meeting setup   | 0.70 | 0.70  | \$367.50 |  |
| Mon                           | 12/14/2020 | Rodney Gayle | Review/reply to 7743 update, construction status, expert status  | 0.50 | 0.50  | \$262.50 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee     | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|--------------|--|------|-------|----------|---|
| <i>Operational Management</i> |            |              |  |      |       |          |   |
| Mon                           | 12/14/2020 | Rodney Gayle | Review/research/reply re: FA request for follow-up documents<br>Operational Management   | 0.90 | 0.90  | \$472.50 |    |
| Mon                           | 12/14/2020 | Rodney Gayle | Call with B Gleason re: transition planning, bid valuations, closing strategy, lease /club updates, management meetings<br>Operational Management  | 1.80 | 1.80  | \$945.00 |    |
| Mon                           | 12/14/2020 | Rodney Gayle | Call with K Miramadi, Frank Napolitano, B Vahaly, K Patel, M Tabloff, B Udell, M Schwarzmann, G Goldstein, Jessalyn, P Bellot Re: lease, landlord, deal review<br>Operational Management | 0.30 | 0.30  | \$157.50 |    |
| Mon                           | 12/14/2020 | Rodney Gayle | Call P Bellot re: cure objection reconciliation, lease review prep materials<br>Operational Management   | 0.90 | 0.90  | \$472.50 |  |
| Mon                           | 12/14/2020 | Rodney Gayle | Review/analyze/reply re: FA request for additional financial information, prep for VDR<br>Operational Management   | 0.30 | 0.30  | \$157.50 |  |
| Mon                           | 12/14/2020 | Rodney Gayle | Review/reply to litigation update re Halperin case<br>Operational Management   | 0.20 | 0.20  | \$105.00 |  |
| Mon                           | 12/14/2020 | Rodney Gayle | Call with B Gleason re: lease review follow-ups<br>Operational Management  | 0.30 | 0.30  | \$157.50 |  |
| Mon                           | 12/14/2020 | Rodney Gayle | Call with P Bellot to prep for Hilco/Lender call<br>Operational Management   | 0.50 | 0.50  | \$262.50 |  |
| Mon                           | 12/14/2020 | Rodney Gayle | Review/research/reply re: lease amendment scenarios for assumption/assignment<br>Operational Management  | 0.30 | 0.30  | \$157.50 |  |
| Mon                           | 12/14/2020 | Rodney Gayle | Review/reply re: 7805 equipment sale, club access for financial equipment<br>Operational Management  | 0.40 | 0.40  | \$210.00 |  |
| Mon                           | 12/14/2020 | Rodney Gayle | Review/research 7805 equipment/deal issue<br>Operational Management  | 0.50 | 0.50  | \$262.50 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee     | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|--------------|--|------|-------|----------|---|
| <i>Operational Management</i> |            |              |  |      |       |          |   |
|                               |            |              | Call with B Gleason, M Karbner, K Doyle, P Bellot, K Landis re: BK case updates, workstream updates, schedule coordination, deliverable review |      |       |          |   |
| Tues                          | 12/15/2020 | Rodney Gayle | Operational Management   | 0.30 | 0.30  | \$157.50 |    |
|                               |            |              | Review/reply re: club status, 7743 announcements   |      |       |          |   |
| Tues                          | 12/15/2020 | Rodney Gayle | Operational Management   | 0.20 | 0.20  | \$105.00 |    |
|                               |            |              | Review/reply re: marketing issues review, set agenda for meeting with J Johnson  |      |       |          |   |
| Tues                          | 12/15/2020 | Rodney Gayle | Operational Management   | 0.60 | 0.60  | \$315.00 |    |
|                               |            |              | Call with B Gleason re: transition updates, cure objection analysis  |      |       |          |   |
| Tues                          | 12/15/2020 | Rodney Gayle | Operational Management   | 0.50 | 0.50  | \$262.50 |  |
|                               |            |              | Call with B Gleason, M Karbner re: case update, next steps   |      |       |          |   |
| Tues                          | 12/15/2020 | Rodney Gayle | Operational Management   | 0.30 | 0.30  | \$157.50 |  |
|                               |            |              | Review/reply re: Matt Leto retainer, deliverable for 7743 outline, add events, transition  |      |       |          |   |
| Tues                          | 12/15/2020 | Rodney Gayle | Operational Management   | 0.20 | 0.20  | \$105.00 |  |
|                               |            |              | Review/reply re: competitive campaign  |      |       |          |   |
| Tues                          | 12/15/2020 | Rodney Gayle | Operational Management   | 0.90 | 0.90  | \$472.50 |  |
|                               |            |              | Call with J Johnson, D Mayer, R Julianelli, M Karbner re: executive update, BK update, marketing performance review                            |      |       |          |   |
| Tues                          | 12/15/2020 | Rodney Gayle | Operational Management   | 0.60 | 0.60  | \$315.00 |  |
|                               |            |              | Review/research/reply re: 7749 TIA requirement issues email from A Benayoun  |      |       |          |   |
| Tues                          | 12/15/2020 | Rodney Gayle | Operational Management   | 0.90 | 0.90  | \$472.50 |  |
|                               |            |              | Call with P Bellot to review cure rec summary analysis   |      |       |          |   |
| Tues                          | 12/15/2020 | Rodney Gayle | Operational Management   | 0.40 | 0.40  | \$210.00 |  |
|                               |            |              | Review/reply re Hoffman email on Lauderhill equipment issue.   |      |       |          |   |
| Tues                          | 12/15/2020 | Rodney Gayle | Operational Management   | 0.80 | 0.80  | \$420.00 |  |
|                               |            |              | Review/research/reply re: IHRS COVID protocol review, pledge, feedback   |      |       |          |   |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                                  | Date       | Employee     | Description   | Hrs  | B-Hrs | Amount   | *   |
|--------------------------------------|------------|--------------|---|------|-------|----------|---|
| <b><u>Operational Management</u></b> |            |              |   |      |       |          |   |
| Tues                                 | 12/15/2020 | Rodney Gayle | Operational Management<br>Call with E Howe re: cure objections<br>reconciliation, lease amendment<br>treatment  | 0.30 | 0.30  | \$157.50 |    |
| Tues                                 | 12/15/2020 | Rodney Gayle | Operational Management<br>Review/research/reply re: lease<br>deals from Hilco, approve to<br>document   | 1.30 | 1.30  | \$682.50 |    |
| Tues                                 | 12/15/2020 | Rodney Gayle | Operational Management<br>Call with K Kintner, J Singer, J Johnson,<br>S LeWinter re: communication<br>updates, emergence planning,<br>opening updates re 7743, scheduling<br>issues, marketing tie-ins | 0.80 | 0.80  | \$420.00 |    |
| Tues                                 | 12/15/2020 | Rodney Gayle | Operational Management<br>Review/reply to lease deal<br>amendments  | 0.70 | 0.70  | \$367.50 |   |
| Tues                                 | 12/15/2020 | Rodney Gayle | Operational Management<br>Review/research/reply re: Hilco<br>status report review, ad hoc release<br>to VDR   | 0.40 | 0.40  | \$210.00 |  |
| Tues                                 | 12/15/2020 | Rodney Gayle | Operational Management<br>Review/develop communications<br>plan   | 0.60 | 0.60  | \$315.00 |  |
| Wed                                  | 12/16/2020 | Rodney Gayle | Operational Management<br>Review/research re: request/analysis<br>of GC project accounting, AIA<br>documentation  | 1.40 | 1.40  | \$735.00 |  |
| Wed                                  | 12/16/2020 | Rodney Gayle | Operational Management<br>Call with P Bellot re: lease<br>amendment issues  | 0.10 | 0.10  | \$52.50  |  |
| Wed                                  | 12/16/2020 | Rodney Gayle | Operational Management<br>Call with E Howe, A Banayoun, re:<br>Halperin litigation, TIA issue   | 0.60 | 0.60  | \$315.00 |  |
| Wed                                  | 12/16/2020 | Rodney Gayle | Operational Management<br>Call with B Gleason re: transition<br>planning support  | 0.60 | 0.60  | \$315.00 |  |
| Wed                                  | 12/16/2020 | Rodney Gayle | Operational Management<br>Call with A Benayoun, S Bookhardt re:<br>TIA demand status for 7749,<br>cease/desist for competitive ad<br>campaign   | 0.50 | 0.50  | \$262.50 |  |
| Wed                                  | 12/16/2020 | Rodney Gayle | Operational Management  | 0.50 | 0.50  | \$262.50 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee     | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|--------------|--|------|-------|----------|---|
| <i>Operational Management</i> |            |              |  |      |       |          |   |
| Wed                           | 12/16/2020 | Rodney Gayle | Call with B Gleason, M Karbner, K Doyle, P Bellot, K Landis re: BK case updates, bid deadline results/next steps, workstream updates, schedule coordination, deliverable review                                | 0.70 | 0.70  | \$367.50 |    |
| Wed                           | 12/16/2020 | Rodney Gayle | Review/prep lease amendment status, deals in progress, Hilco status report   | 1.40 | 1.40  | \$735.00 |    |
| Wed                           | 12/16/2020 | Rodney Gayle | Call with M Karbner (partial), K Doyle re: GC project payments analysis  | 0.20 | 0.20  | \$105.00 |    |
| Wed                           | 12/16/2020 | Rodney Gayle | Review/research/reply re competitive ad updates  | 1.10 | 1.10  | \$577.50 |  |
| Wed                           | 12/16/2020 | Rodney Gayle | Review/prep re: marketing planning/performance   | 0.50 | 0.50  | \$262.50 |  |
| Wed                           | 12/16/2020 | Rodney Gayle | Call with M Karbner, R Julianelli re: TIA at 7749, discuss GC info request   | 0.60 | 0.60  | \$315.00 |  |
| Wed                           | 12/16/2020 | Rodney Gayle | Call with Motus team (L Gadin, Dan ?), YF team (J Polis, S LeWinter, A Kelleher, R Merryman) re: weekly marketing update, club/lead performance, club/segment performance, adjustments to plan, address issues | 0.20 | 0.20  | \$105.00 |  |
| Wed                           | 12/16/2020 | Rodney Gayle | Call with P Bellot re: review membership metrics for release, Hilco deal sheet review  | 0.40 | 0.40  | \$210.00 |  |
| Wed                           | 12/16/2020 | Rodney Gayle | Review lease deals   | 0.60 | 0.60  | \$315.00 |  |
| Wed                           | 12/16/2020 | Rodney Gayle | Review/analysis/development re: transition planning  | 0.60 | 0.60  | \$315.00 |  |

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

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\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra

**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee     | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|--------------|---|------|-------|----------|---|
| <i>Operational Management</i> |            |              |   |      |       |          |   |
|                               |            |              | Call with M Tabloff, K Patel, B Udell, P Bellot re: Hilco lease updates, deal review, pipeline status, documentation process, update strategy                     |      |       |          |   |
| Thur                          | 12/17/2020 | Rodney Gayle | Operational Management  | 0.20 | 0.20  | \$105.00 |    |
|                               |            |              | Call with P Bellot re: Jan rent check runs across holiday, coverage needed, approach to calculations  |      |       |          |   |
| Thur                          | 12/17/2020 | Rodney Gayle | Operational Management  | 1.10 | 1.10  | \$577.50 |    |
|                               |            |              | Review/reply re: Jan check run, finance team requirements, holiday schedule issues, approach  |      |       |          |   |
| Thur                          | 12/17/2020 | Rodney Gayle | Operational Management  | 1.60 | 1.60  | \$840.00 |    |
|                               |            |              | Call with IBA Water Expert M Baker, L Zavala, K Pangborn and YF D Smith, Outside Counsel M Leto re: review analysis and results of water intrusion expert testing |      |       |          |   |
| Thur                          | 12/17/2020 | Rodney Gayle | Operational Management  | 0.20 | 0.20  | \$105.00 |  |
|                               |            |              | Review/reply/follow-up to 7743 plan, strategy, documentation  |      |       |          |   |
| Thur                          | 12/17/2020 | Rodney Gayle | Operational Management  | 0.30 | 0.30  | \$157.50 |  |
|                               |            |              | Call with P Bellot re: Jan rent check approach, lease deal review   |      |       |          |   |
| Thur                          | 12/17/2020 | Rodney Gayle | Operational Management  | 1.70 | 1.70  | \$892.50 |  |
|                               |            |              | Review/research/redline/reply re: emerge from BK communication plan   |      |       |          |   |
| Thur                          | 12/17/2020 | Rodney Gayle | Operational Management  | 0.60 | 0.60  | \$315.00 |  |
|                               |            |              | Call with M Karbinder re: 341 follow-ups, review approach for West Central deliverable to UCC FA, Jan payments, transition planning                               |      |       |          |   |
| Thur                          | 12/17/2020 | Rodney Gayle | Operational Management  | 0.50 | 0.50  | \$262.50 |  |
|                               |            |              | Call with B Gleason, M Karbinder re: case updates, transition planning  |      |       |          |   |
| Thur                          | 12/17/2020 | Rodney Gayle | Operational Management  | 0.80 | 0.80  | \$420.00 |  |
|                               |            |              | Call with P Bellot re: lease deal issues, lease deal review, transition planning  |      |       |          |   |
| Thur                          | 12/17/2020 | Rodney Gayle | Operational Management  | 0.60 | 0.60  | \$315.00 |  |
|                               |            |              | Call with B Gleason, M Karbinder, K Doyle, A Mink and D Mayer to discuss 341 Meeting  |      |       |          |   |
| Thur                          | 12/17/2020 | Rodney Gayle | Operational Management  | 0.30 | 0.30  | \$157.50 |  |

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




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## Filters Used:

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\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra

**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee     | Description   | Hrs  | B-Hrs | Amount     | *   |
|-------------------------------|------------|--------------|---|------|-------|------------|---|
| <i>Operational Management</i> |            |              |   |      |       |            |   |
| Thur                          | 12/17/2020 | Rodney Gayle | Call with P Bellot to review amendment redlines<br>Operational Management   | 0.30 | 0.30  | \$157.50   |    |
| Thur                          | 12/17/2020 | Rodney Gayle | Review/reply re: contract/doc request on rejections<br>Operational Management   | 0.20 | 0.20  | \$105.00   |    |
| Thur                          | 12/17/2020 | Rodney Gayle | Call with B Gleason re: transition<br>Operational Management  | 0.30 | 0.30  | \$157.50   |    |
| Thur                          | 12/17/2020 | Rodney Gayle | Call with P Bellot re: lease amendment execution, open lease amendment reviews, corp guarantee issues<br>Operational Management                           | 0.40 | 0.40  | \$210.00   |    |
| Thur                          | 12/17/2020 | Rodney Gayle | Review/analysis/reply re: marketing performance measurements<br>Operational Management  | 0.30 | 0.30  | \$157.50   |  |
| Thur                          | 12/17/2020 | Rodney Gayle | Review/reply re: transition issues<br>Operational Management  | 0.20 | 0.20  | \$105.00   |  |
| Thur                          | 12/17/2020 | Rodney Gayle | Call with P Bellot re: membership metrics analysis<br>Operational Management  | 0.10 | 0.10  | \$52.50    |  |
| Fri                           | 12/18/2020 | Rodney Gayle | Call with P Bellot re: lease amendment execution<br>Operational Management  | 0.30 | 0.30  | \$157.50   |  |
| Fri                           | 12/18/2020 | Rodney Gayle | Call with M Karbiner re: transition challenges, deliverables<br>Operational Management  | 0.30 | 0.30  | \$157.50   |  |
| Fri                           | 12/18/2020 | Rodney Gayle | Call with P Bellot re: transitional planning update<br>Operational Management   | 1.60 | 1.60  | \$840.00   |  |
| Fri                           | 12/18/2020 | Rodney Gayle | Analysis/develop CRO updates for weekly lender meeting<br>Operational Management  | 0.90 | 0.90  | \$472.50   |  |
| Fri                           | 12/18/2020 | Rodney Gayle | Call with B Gleason, J Johnson, D Mayer, R Julianelli, M Karbiner re: executive update, BK update, marketing performance review<br>Operational Management | 4.30 | 4.30  | \$2,257.50 |  |
| Fri                           | 12/18/2020 | Rodney Gayle | Develop/analysis re: transition planning including prep for planning session<br>Operational Management  | 0.80 | 0.80  | \$420.00   |  |
|                               |            |              | Call with B Gleason re: transition planning, TSA  |      |       |            |   |



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- Project ID: YouFit III - BK: to YouFit III - BK:

\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra

**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee     | Description   | Hrs  | B-Hrs | Amount     | *   |
|-------------------------------|------------|--------------|---|------|-------|------------|---|
| <i>Operational Management</i> |            |              |   |      |       |            |   |
| Fri                           | 12/18/2020 | Rodney Gayle | Operational Management<br>Call with P Bellot to discuss<br>amendments, current roles, &<br>transition responsibilities  | 1.50 | 1.50  | \$787.50   |    |
| Fri                           | 12/18/2020 | Rodney Gayle | Operational Management<br>Call with B Gleason, M Karbiner, K<br>Doyle, P Bellot, K Landis re: BK case<br>updates, transition updates,<br>workstream updates, schedule<br>coordination, deliverable review | 0.60 | 0.60  | \$315.00   |    |
| Sat                           | 12/19/2020 | Rodney Gayle | Operational Management<br>Call with P Bellot to review and<br>update transition plan check list   | 1.70 | 1.70  | \$892.50   |    |
| Sun                           | 12/20/2020 | Rodney Gayle | Operational Management<br>Review/research/redline transition<br>planning discussion outline   | 2.40 | 2.40  | \$1,260.00 |    |
| Mon                           | 12/21/2020 | Rodney Gayle | Operational Management<br>Call with P Bellot re: transition tasks,<br>lease deal review, lease amendment<br>review, deal amendment issue to<br>pay admin rent previously withheld<br>pending a deal       | 0.60 | 0.60  | \$315.00   |  |
| Mon                           | 12/21/2020 | Rodney Gayle | Operational Management<br>Develop transition planning,<br>deliverables  | 0.20 | 0.20  | \$105.00   |  |
| Mon                           | 12/21/2020 | Rodney Gayle | Operational Management<br>Call with P Bellot re: transition<br>follow-ups, lease amendment and<br>deal approval queue   | 0.60 | 0.60  | \$315.00   |  |
| Mon                           | 12/21/2020 | Rodney Gayle | Operational Management<br>Review/research/reply re: marketing<br>budget proposal from S LeWinter,<br>forward to B Gleason for approval  | 0.90 | 0.90  | \$472.50   |  |
| Mon                           | 12/21/2020 | Rodney Gayle | Operational Management<br>Call with K Miramadi, B Vahaly, F<br>Napolitano, B Gleason, D Mayer, R<br>Julianelli, P Bellot re: transition<br>planning meeting, critical issues<br>review                    | 1.30 | 1.30  | \$682.50   |  |
| Mon                           | 12/21/2020 | Rodney Gayle | Operational Management<br>Review/research/reply re: Class<br>Action objection from Blank, E Howe<br>request for information   | 0.20 | 0.20  | \$105.00   |  |
| Mon                           | 12/21/2020 | Rodney Gayle | Operational Management  | 1.20 | 1.20  | \$630.00   |  |

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

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## Filters Used:

- Time Entry Date: 11/30/2020 to 12/31/2020
- Project ID: YouFit III - BK: to YouFit III - BK:

\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee     | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|--------------|---|------|-------|----------|---|
| <i>Operational Management</i> |            |              |   |      |       |          |   |
| Mon                           | 12/21/2020 | Rodney Gayle | Call with B Gleason, M Karbner, P Bellot, K Doyle, K Landis (partial) D Mayer (partial) re: BK update, transition planning update, budget approach, transition approach       | 1.50 | 1.50  | \$787.50 |    |
| Mon                           | 12/21/2020 | Rodney Gayle | Develop transition plan deliverable, time allocation analysis   | 0.20 | 0.20  | \$105.00 |    |
| Mon                           | 12/21/2020 | Rodney Gayle | Review/research new lease deals from Hilco  | 0.50 | 0.50  | \$262.50 |    |
| Mon                           | 12/21/2020 | Rodney Gayle | Review TSA document   | 0.30 | 0.30  | \$157.50 |    |
| Mon                           | 12/21/2020 | Rodney Gayle | Prep, final document changes for transition kickoff meeting   | 0.80 | 0.80  | \$420.00 |  |
| Mon                           | 12/21/2020 | Rodney Gayle | Call with B Gleason re: transition planning, scheduling   | 0.50 | 0.50  | \$262.50 |  |
| Mon                           | 12/21/2020 | Rodney Gayle | Call with M Karbner re: transition plans, allocation analysis, scheduling next steps  | 0.20 | 0.20  | \$105.00 |  |
| Mon                           | 12/21/2020 | Rodney Gayle | Follow-up transition plan deliverable to new management and K Miramadi re: communication plan, review recent draft, forward, extract and update last membership communication | 0.20 | 0.20  | \$105.00 |  |
| Mon                           | 12/21/2020 | Rodney Gayle | Call with K Miramadi re: 7805 equipment issues, LL position   | 0.90 | 0.90  | \$472.50 |  |
| Tues                          | 12/22/2020 | Rodney Gayle | Call with B Gleason re: transition planning   | 0.50 | 0.50  | \$262.50 |  |
| Tues                          | 12/22/2020 | Rodney Gayle | Call with B Gleason, M Karbner re: case updates, transition planning  | 0.20 | 0.20  | \$105.00 |  |
| Tues                          | 12/22/2020 | Rodney Gayle | Review/reply re: communications for rejected club   | 0.30 | 0.30  | \$157.50 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee     | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|--------------|---|------|-------|----------|---|
| <i>Operational Management</i> |            |              |   |      |       |          |   |
| Tues                          | 12/22/2020 | Rodney Gayle | Call with B Gleason re: club rejection approach<br>Operational Management   | 0.20 | 0.20  | \$105.00 |    |
| Tues                          | 12/22/2020 | Rodney Gayle | Review/reply to rejection issue with Peak Activity.<br>Operational Management   | 0.30 | 0.30  | \$157.50 |    |
| Tues                          | 12/22/2020 | Rodney Gayle | Review/research rejection update via designation deadline<br>Operational Management   | 0.60 | 0.60  | \$315.00 |    |
| Tues                          | 12/22/2020 | Rodney Gayle | Call with B Gleason re: rejection approach, review meeting, communications, sale hearing update<br>Operational Management   | 0.40 | 0.40  | \$210.00 |    |
| Tues                          | 12/22/2020 | Rodney Gayle | Review/analysis/reply re: membership metrics weekly by club.<br>Operational Management  | 0.10 | 0.10  | \$52.50  |  |
| Tues                          | 12/22/2020 | Rodney Gayle | Call with P Bellot to review Jan rent pmt file<br>Operational Management  | 1.10 | 1.10  | \$577.50 |  |
| Tues                          | 12/22/2020 | Rodney Gayle | Review/research/summarize final marketing budget approval, review with J Johnson, email to leads for approval<br>Operational Management                             | 0.40 | 0.40  | \$210.00 |  |
| Tues                          | 12/22/2020 | Rodney Gayle | Call with M Karbiner re: rejection approach and scenarios, budget, rent for budget, marketing spend for budget<br>Operational Management                            | 0.90 | 0.90  | \$472.50 |  |
| Tues                          | 12/22/2020 | Rodney Gayle | Review/redline/reply to transition issues letter per B Gleason<br>Operational Management  | 0.80 | 0.80  | \$420.00 |  |
| Tues                          | 12/22/2020 | Rodney Gayle | Review/research rejection list submission from buyer<br>Operational Management  | 0.40 | 0.40  | \$210.00 |  |
| Tues                          | 12/22/2020 | Rodney Gayle | Research rejection process, frame rejection issues for B Gleason and email for review.<br>Operational Management  | 0.40 | 0.40  | \$210.00 |  |
|                               |            |              | Call with M Tabloff, K Patel, B Udell, P Bellot re: Hilco lease updates, deal review, pipeline status, documentation process, update strategy, rejected club review |      |       |          |   |

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- Project ID: YouFit III - BK: to YouFit III - BK:

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                                  | Date       | Employee     | Description   | Hrs  | B-Hrs | Amount   | *   |
|--------------------------------------|------------|--------------|---|------|-------|----------|---|
| <b><u>Operational Management</u></b> |            |              |   |      |       |          |   |
| Tues                                 | 12/22/2020 | Rodney Gayle | Operational Management<br>Call with A Pollack, J Singer, J Johnson, S LeWinter re: communication updates, emergence planning, scheduling issues, marketing tie-ins        | 1.00 | 1.00  | \$525.00 |    |
| Tues                                 | 12/22/2020 | Rodney Gayle | Operational Management<br>Review/redline Gleason testimony prep for Sale Hearing  | 0.20 | 0.20  | \$105.00 |    |
| Tues                                 | 12/22/2020 | Rodney Gayle | Operational Management<br>Call with E Howe re: Peak Activity, rejected list approach  | 0.30 | 0.30  | \$157.50 |    |
| Tues                                 | 12/22/2020 | Rodney Gayle | Operational Management<br>Call with P Bellot re: review Hilco re-calculations of savings from pre-Hilco deferrals with adjusted fees, approve approach, lease deal review | 1.30 | 1.30  | \$682.50 |    |
| Tues                                 | 12/22/2020 | Rodney Gayle | Operational Management<br>Develop approach/letter to sell equipment, email to J Johnson/B Gleason for review, prep for e Howe review                                      | 0.60 | 0.60  | \$315.00 |  |
| Tues                                 | 12/22/2020 | Rodney Gayle | Operational Management<br>Review/reply to media update, disseminate   | 0.30 | 0.30  | \$157.50 |  |
| Tues                                 | 12/22/2020 | Rodney Gayle | Operational Management<br>Call with P Bellot to approve new Hilco deals and review LL redlines  | 0.60 | 0.60  | \$315.00 |  |
| Tues                                 | 12/22/2020 | Rodney Gayle | Operational Management<br>Research/analysis of rejected club drafts   | 0.80 | 0.80  | \$420.00 |  |
| Tues                                 | 12/22/2020 | Rodney Gayle | Operational Management<br>Call with B Gleason, J Johnson, D Mayer, R Julianelli, M Karbiner re: executive update, BK update, transition planning, rejection approach      | 0.90 | 0.90  | \$472.50 |  |
| Tues                                 | 12/22/2020 | Rodney Gayle | Operational Management<br>Call with E Howe re: Peak Activity, rejected list approach, equipment sale process in rejected clubs  | 0.40 | 0.40  | \$210.00 |  |
| Wed                                  | 12/23/2020 | Rodney Gayle | Operational Management  | 0.30 | 0.30  | \$157.50 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee     | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|--------------|--|------|-------|----------|---|
| <i>Operational Management</i> |            |              |  |      |       |          |   |
|                               |            |              | Call with P Bellot re: 7751 and 7455 amendments  |      |       |          |   |
| Wed                           | 12/23/2020 | Rodney Gayle | Operational Management   | 0.10 | 0.10  | \$52.50  |    |
|                               |            |              | Call with P Bellot to review amendments and discuss Jan rent   |      |       |          |   |
| Wed                           | 12/23/2020 | Rodney Gayle | Operational Management   | 0.10 | 0.10  | \$52.50  |    |
|                               |            |              | Call follow-up with B Gleason re: communication readiness on eMail blast campaign, options, pending outcome of hearing                       |      |       |          |   |
| Wed                           | 12/23/2020 | Rodney Gayle | Operational Management   | 0.30 | 0.30  | \$157.50 |    |
|                               |            |              | Review/reply re: admin rent payment request from deal that didn't fully extinguish admin rent requirement, budget implications and direction |      |       |          |   |
| Wed                           | 12/23/2020 | Rodney Gayle | Operational Management   | 0.70 | 0.70  | \$367.50 |  |
|                               |            |              | Review/research/reply re: equipment sales in rejected club, direction confirmation to J Johnson/Newco  |      |       |          |   |
| Wed                           | 12/23/2020 | Rodney Gayle | Operational Management   | 0.80 | 0.80  | \$420.00 |  |
|                               |            |              | Call with B Gleason, M Karbiner, K Doyle, P Bellot re: transition planning, budget extension review, assumption review                       |      |       |          |   |
| Wed                           | 12/23/2020 | Rodney Gayle | Operational Management   | 0.30 | 0.30  | \$157.50 |  |
|                               |            |              | Review/reply on company metrics, disseminate to buyer  |      |       |          |   |
| Wed                           | 12/23/2020 | Rodney Gayle | Operational Management   | 0.20 | 0.20  | \$105.00 |  |
|                               |            |              | Call with B Gleason re: update on sale hearing issues, possible outcomes   |      |       |          |   |
| Wed                           | 12/23/2020 | Rodney Gayle | Operational Management   | 0.40 | 0.40  | \$210.00 |  |
|                               |            |              | Review/research/reply re: equipment extraction from rejected clubs, legal approach, logistics, implications to liens                         |      |       |          |   |
| Wed                           | 12/23/2020 | Rodney Gayle | Operational Management   | 0.20 | 0.20  | \$105.00 |  |
|                               |            |              | Call with J Johnson re: equipment sales in rejected clubs  |      |       |          |   |
| Wed                           | 12/23/2020 | Rodney Gayle | Operational Management   | 0.30 | 0.30  | \$157.50 |  |
|                               |            |              | Review/research rejection list submission from buyer   |      |       |          |   |
| Wed                           | 12/23/2020 | Rodney Gayle | Operational Management   | 0.30 | 0.30  | \$157.50 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee     | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|--------------|--|------|-------|----------|---|
| <i>Operational Management</i> |            |              |  |      |       |          |   |
| Wed                           | 12/23/2020 | Rodney Gayle | Call with B Gleason re: sale hearing issues, solution review, recommendation options<br>Operational Management   | 0.60 | 0.60  | \$315.00 |    |
| Wed                           | 12/23/2020 | Rodney Gayle | Call with P Bellot re: deal amendment issue on 7751, 7455 regarding conditional abatements if rejected, Hilco summary sheet review/dissemination<br>Operational Management       | 0.30 | 0.30  | \$157.50 |    |
| Wed                           | 12/23/2020 | Rodney Gayle | Review/research/reply re: Hilco status to M Tabloff, next step instructions<br>Operational Management  | 0.60 | 0.60  | \$315.00 |    |
| Wed                           | 12/23/2020 | Rodney Gayle | Research / Correspond with J Johnson/S LeWinter on communication readiness for membership notification, Call with S LeWinter, follow-up communications<br>Operational Management | 0.70 | 0.70  | \$367.50 |  |
| Wed                           | 12/23/2020 | Rodney Gayle | Call with B Gleason, M Karbiner, P Bellot, K Doyle re: hearing outcome, budget, next steps<br>Operational Management   | 0.10 | 0.10  | \$52.50  |  |
| Wed                           | 12/23/2020 | Rodney Gayle | Call with M Karbiner re: follow-ups for next week, budget extension considerations<br>Operational Management   | 0.30 | 0.30  | \$157.50 |  |
| Wed                           | 12/23/2020 | Rodney Gayle | Call with E Howe re: admin rend issues, coverage<br>Operational Management   | 0.10 | 0.10  | \$52.50  |  |
| Wed                           | 12/23/2020 | Rodney Gayle | Call with M Karbiner re: transition issues, next steps<br>Operational Management   | 0.10 | 0.10  | \$52.50  |  |
| Wed                           | 12/23/2020 | Rodney Gayle | Call with J Johnson re: equipment sales in rejected clubs<br>Operational Management  | 0.50 | 0.50  | \$262.50 |  |
| Sat                           | 12/26/2020 | Rodney Gayle | Call with B Gleason, M Karbiner, K Doyle, P Bellot re: hearing f/u, solution review<br>Operational Management  | 0.80 | 0.80  | \$420.00 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee     | Description   | Hrs  | B-Hrs | Amount     | *   |
|-------------------------------|------------|--------------|---|------|-------|------------|---|
| <i>Operational Management</i> |            |              |   |      |       |            |   |
|                               |            |              | Review/research/redline/reply re:<br>membership draft sale agreements<br>including revert with multiple<br>versions, BK/ E Howe review, YF<br>reviews B Vahaly, J Johnson, D<br>Mayer, combine changes, finalize<br>draft, forward for distribution to the<br>buyer |      |       |            |   |
| Sun                           | 12/27/2020 | Rodney Gayle | Operational Management  | 0.60 | 0.60  | \$315.00   |    |
|                               |            |              | Call with J Johnson re: draft sale<br>agreements, deal terms, approach  |      |       |            |   |
| Sun                           | 12/27/2020 | Rodney Gayle | Operational Management  | 4.50 | 4.50  | \$2,362.50 |    |
|                               |            |              | Review/research/redline/reply re:<br>membership draft sale agreements<br>including revert with multiple<br>versions, BK/ E Howe review, YF<br>reviews B Vahaly, J Johnson, D<br>Mayer, combine changes, finalize<br>draft, forward for distribution to the<br>buyer |      |       |            |   |
| Mon                           | 12/28/2020 | Rodney Gayle | Operational Management  | 0.30 | 0.30  | \$157.50   |  |
|                               |            |              | Analysis/develop CRO updates for<br>weekly lender meeting   |      |       |            |   |
| Mon                           | 12/28/2020 | Rodney Gayle | Operational Management  | 0.20 | 0.20  | \$105.00   |  |
|                               |            |              | Research doc links for membership,<br>review docket for hearing   |      |       |            |   |
| Mon                           | 12/28/2020 | Rodney Gayle | Operational Management  | 0.30 | 0.30  | \$157.50   |  |
|                               |            |              | Review/reply re: media update from<br>J Johnson   |      |       |            |   |
| Mon                           | 12/28/2020 | Rodney Gayle | Operational Management  | 2.50 | 2.50  | \$1,312.50 |  |
|                               |            |              | Review/redline/update/disseminate<br>draft sale versions to include PT  |      |       |            |   |
| Mon                           | 12/28/2020 | Rodney Gayle | Operational Management  | 0.10 | 0.10  | \$52.50    |  |
|                               |            |              | Call with M Karbiner re: budget<br>update, draft sale status  |      |       |            |   |
| Mon                           | 12/28/2020 | Rodney Gayle | Operational Management  | 0.40 | 0.40  | \$210.00   |  |
|                               |            |              | Call with B Gleason, M Karbiner, P<br>Bellot, K Doyle, K Landis re: case<br>update, DIP budget<br>review/approach/next steps, draft<br>sale updates, bk scheduled filing<br>status, membership communication<br>update  |      |       |            |   |

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






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## Filters Used:

- Time Entry Date: 11/30/2020 to 12/31/2020
- Project ID: YouFit III - BK: to YouFit III - BK:

\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                                  | Date       | Employee     | Description   | Hrs  | B-Hrs | Amount     | *   |
|--------------------------------------|------------|--------------|---|------|-------|------------|---|
| <i><u>Operational Management</u></i> |            |              |   |      |       |            |   |
| Mon                                  | 12/28/2020 | Rodney Gayle | Operational Management<br>Review E Howe redlines to draft sale, extend changes to 2nd agreement, convert to PDF, review finals, disseminate                             | 0.70 | 0.70  | \$367.50   |    |
| Mon                                  | 12/28/2020 | Rodney Gayle | Operational Management<br>Review/update/reply re: Hilco lease renegotiation update  | 0.30 | 0.30  | \$157.50   |    |
| Mon                                  | 12/28/2020 | Rodney Gayle | Operational Management<br>Review/redline/reply re: membership communication/notification of sale, multiple versions to avoid series of hyperlinks                       | 2.90 | 2.90  | \$1,522.50 |    |
| Mon                                  | 12/28/2020 | Rodney Gayle | Operational Management<br>Review/reply re: request for draft sale membership letter announcement  | 0.40 | 0.40  | \$210.00   |    |
| Mon                                  | 12/28/2020 | Rodney Gayle | Operational Management<br>Call with P Cunningham re: draft sale document changes  | 0.30 | 0.30  | \$157.50   |  |
| Mon                                  | 12/28/2020 | Rodney Gayle | Operational Management<br>Review/disseminate draft sale agreements signed by potential buyer, review/communicate on liabilities   | 1.70 | 1.70  | \$892.50   |  |
| Tues                                 | 12/29/2020 | Rodney Gayle | Operational Management<br>Call with K Landis re: membership chart updates to % of membership metrics  | 0.20 | 0.20  | \$105.00   |  |
| Tues                                 | 12/29/2020 | Rodney Gayle | Operational Management<br>Review/reply re: surrender letters for rejection process  | 0.40 | 0.40  | \$210.00   |  |
| Tues                                 | 12/29/2020 | Rodney Gayle | Operational Management<br>Analysis/develop CRO updates for weekly lender meeting  | 3.70 | 3.70  | \$1,942.50 |  |
| Tues                                 | 12/29/2020 | Rodney Gayle | Operational Management<br>Call with B Gleason re: workstream updates, lease deal update, member notification updates/plan, draft sale updates, plan for CRO update call | 0.90 | 0.90  | \$472.50   |  |
| Tues                                 | 12/29/2020 | Rodney Gayle | Operational Management<br>Review/updates re: membership notification statuses, updates  | 0.20 | 0.20  | \$105.00   |  |
| Tues                                 | 12/29/2020 | Rodney Gayle | Operational Management  | 0.50 | 0.50  | \$262.50   |  |



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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee     | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|--------------|--|------|-------|----------|---|
| <i>Operational Management</i> |            |              |  |      |       |          |   |
| Tues                          | 12/29/2020 | Rodney Gayle | Call with B Gleason, M Karbiner re: case update, workstream updates, budget review<br>Operational Management   | 0.30 | 0.30  | \$157.50 |    |
| Tues                          | 12/29/2020 | Rodney Gayle | Review/reply re: ordinary course professionals declaration requests<br>Operational Management  | 0.60 | 0.60  | \$315.00 |    |
| Tues                          | 12/29/2020 | Rodney Gayle | Review/reply re: membership notification content update to counsel, instructions for Donlin, time line of execution<br>Operational Management  | 0.10 | 0.10  | \$52.50  |    |
| Tues                          | 12/29/2020 | Rodney Gayle | Call with B Gleason re: review input on messaging/communications<br>Operational Management   | 0.10 | 0.10  | \$52.50  |   |
| Tues                          | 12/29/2020 | Rodney Gayle | Review/reply re: club status updates<br>Operational Management   | 0.60 | 0.60  | \$315.00 |  |
| Tues                          | 12/29/2020 | Rodney Gayle | Review/updates re: membership notification statuses, updates<br>Operational Management   | 0.10 | 0.10  | \$52.50  |  |
| Tues                          | 12/29/2020 | Rodney Gayle | Review/update/reply re: AZ membership draft sales<br>Operational Management  | 0.60 | 0.60  | \$315.00 |  |
| Tues                          | 12/29/2020 | Rodney Gayle | Call with E Howe re: draft sale update/approvals, surrender notification requirements on rejected clubs, membership notice requirements<br>Operational Management                                | 0.30 | 0.30  | \$157.50 |  |
| Tues                          | 12/29/2020 | Rodney Gayle | Review/request/redline/reply re: surrender notification requirements, letter redlines to LLs, disseminate for approvals<br>Operational Management  | 1.00 | 1.00  | \$525.00 |  |
| Tues                          | 12/29/2020 | Rodney Gayle | Call with K Kintner, J Singer, J Johnson, S LeWinter re: communication updates, emergence planning, scheduling issues, marketing tie-ins, member notices, media update<br>Operational Management | 0.30 | 0.30  | \$157.50 |  |
| Tues                          | 12/29/2020 | Rodney Gayle | Review/update/reply re: media update report<br>Operational Management  | 0.60 | 0.60  | \$315.00 |  |

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## Filters Used:

- Time Entry Date: 11/30/2020 to 12/31/2020
- Project ID: YouFit III - BK: to YouFit III - BK:

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee     | Description   | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|--------------|---|------|-------|----------|---|
| <i>Operational Management</i> |            |              |   |      |       |          |   |
| Tues                          | 12/29/2020 | Rodney Gayle | Review/research/develop media communications, PR materials<br>Operational Management  | 0.90 | 0.90  | \$472.50 |    |
| Tues                          | 12/29/2020 | Rodney Gayle | Call with J Johnson, D Mayer, R Julianelli, B Gleason, M Karbiner re: BK case updates, sale/close status, transition agreement review, budget update, transition readiness update<br>Operational Management | 0.40 | 0.40  | \$210.00 |    |
| Wed                           | 12/30/2020 | Rodney Gayle | Review/reply re: membership notification content, link status updates, instructions to execute full requirement per hearing<br>Operational Management   | 0.40 | 0.40  | \$210.00 |    |
| Wed                           | 12/30/2020 | Rodney Gayle | Call with B Gleason re: Hilco strategy update, FA request for operational membership data<br>Operational Management   | 0.80 | 0.80  | \$420.00 |  |
| Wed                           | 12/30/2020 | Rodney Gayle | Call with M Karbiner re: call follow-ups, transition update, budgeting admin rents for rejected/rejecting leases<br>Operational Management  | 1.10 | 1.10  | \$577.50 |  |
| Wed                           | 12/30/2020 | Rodney Gayle | Analysis/develop CRO updates for weekly lender meeting<br>Operational Management  | 1.60 | 1.60  | \$840.00 |  |
| Wed                           | 12/30/2020 | Rodney Gayle | Call with P Bellot, M Karbiner (partial .1) re: past-due admin rent analysis inside of lease amendment deals<br>Operational Management  | 0.10 | 0.10  | \$52.50  |  |
| Wed                           | 12/30/2020 | Rodney Gayle | Review/research/analysis re: admin rents for rejected/rejecting leases<br>Operational Management  | 0.40 | 0.40  | \$210.00 |  |
| Wed                           | 12/30/2020 | Rodney Gayle | Call with P Bellot to ensure all amendments finalized and receive update on transition items<br>Operational Management  | 0.50 | 0.50  | \$262.50 |  |
| Wed                           | 12/30/2020 | Rodney Gayle | Call with B Gleason re: follow-ups from CRO update meeting, status of draft sale<br>Operational Management  | 0.20 | 0.20  | \$105.00 |  |
| Wed                           | 12/30/2020 | Rodney Gayle | Review/update/reply/ re: surrender letter confirmations<br>Operational Management   | 1.50 | 1.50  | \$787.50 |  |

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## Filters Used:

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                           | Date       | Employee     | Description  | Hrs  | B-Hrs | Amount   | *   |
|-------------------------------|------------|--------------|--|------|-------|----------|---|
| <i>Operational Management</i> |            |              |  |      |       |          |   |
| Wed                           | 12/30/2020 | Rodney Gayle | Review/research data request re: ABC financial billing data request for lender FA<br>Operational Management  | 0.60 | 0.60  | \$315.00 |    |
| Wed                           | 12/30/2020 | Rodney Gayle | Review/reply re: approach to objection responses, cancellation request process<br>Operational Management   | 1.20 | 1.20  | \$630.00 |    |
| Wed                           | 12/30/2020 | Rodney Gayle | Review/update/reply re: AZ membership draft sales, approval review, agreement execution<br>Operational Management  | 0.10 | 0.10  | \$52.50  |    |
| Wed                           | 12/30/2020 | Rodney Gayle | Call with P Bellot to review new deal paperwork.<br>Operational Management   | 0.70 | 0.70  | \$367.50 |   |
| Wed                           | 12/30/2020 | Rodney Gayle | Review/update/disseminate re: member sale notification updates/ metrics<br>Operational Management  | 0.60 | 0.60  | \$315.00 |  |
| Wed                           | 12/30/2020 | Rodney Gayle | Call with M Tabloff, K Patel, B Udell, P Bellot, G Apter, F Napolitano re: Hilco lease updates, Bk status update, deal review, pipeline status, documentation process, update strategy, rejected club review<br>Operational Management | 0.90 | 0.90  | \$472.50 |  |
| Wed                           | 12/30/2020 | Rodney Gayle | Call with B Gleason, M Karbiner, P Bellot, K Doyle, K Landis re: case update, workstream review, next steps<br>Operational Management  | 0.20 | 0.20  | \$105.00 |  |
| Wed                           | 12/30/2020 | Rodney Gayle | Review/research/analysis re: admin rents for rejected/rejecting leases<br>Operational Management   | 0.30 | 0.30  | \$157.50 |  |
| Thur                          | 12/31/2020 | Rodney Gayle | Member objection/cancellation actions, email updates<br>Operational Management   | 0.80 | 0.80  | \$420.00 |  |
| Thur                          | 12/31/2020 | Rodney Gayle | Call with M Leto, R Julianelli, D Smith, re: 7743 Cocowalk expert report, development of next phase demand letter, monitoring, update to historical outline<br>Operational Management  | 1.40 | 1.40  | \$735.00 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day                                  | Date       | Employee     | Description  | Hrs    | B-Hrs  | Amount       | *   |
|--------------------------------------|------------|--------------|--|--------|--------|--------------|---|
| <b><u>Operational Management</u></b> |            |              |  |        |        |              |   |
| Thur                                 | 12/31/2020 | Rodney Gayle | Review/research 7743 expert report, develop approach/next steps on facility/LL issues  | 0.50   | 0.50   | \$262.50     |    |
| Thur                                 | 12/31/2020 | Rodney Gayle | Call with B Gleason, M Karbiner re: workstream updates   | 2.40   | 2.40   | \$1,260.00   |    |
| Thur                                 | 12/31/2020 | Rodney Gayle | Analysis of billing data from Covid period, refund data, cancellation data, support data request from lender FA  | 1.90   | 1.90   | \$997.50     |    |
| Thur                                 | 12/31/2020 | Rodney Gayle | Call with B Gleason, K Miramadi (partial) re: review of data analysis, lease deal process  | 0.40   | 0.40   | \$210.00     |  |
| Thur                                 | 12/31/2020 | Rodney Gayle | Call with P Bellot re: rent payment strategy, billing data analysis, lease deal process update   | 0.30   | 0.30   | \$157.50     |  |
| Thur                                 | 12/31/2020 | Rodney Gayle | Review/reply re: legal questions to Howe re: Jan rent, surrender issues, asset abandonment notifications   | 0.60   | 0.60   | \$315.00     |  |
| Thur                                 | 12/31/2020 | Rodney Gayle | Call with J Johnson, D Mayer, R Julianelli, B Gleason, M Karbiner, B Vahaly re: BK case updates, sale/close status, budget update, transition readiness update | 0.10   | 0.10   | \$52.50      |  |
| Rodney Gavle Total:                  |            |              |  | 232.30 | 232.30 | \$121,957.50 |   |
| Operational Management Total:        |            |              |  | 427.20 | 427.20 | \$196,774.00 |   |

**Preparation of Monthly Operating Reports****A Mink**

|      |            |        |  |      |      |          |   |
|------|------------|--------|--|------|------|----------|---|
| Mon  | 12/7/2020  | A Mink | Preparation of Monthly Operating Reports                               | 0.80 | 0.80 | \$420.00 |  |
| Tues | 12/15/2020 | A Mink | Initial MOR prep call with K Doyle, M Karbiner, D Mayer and B Bermudez | 0.50 | 0.50 | \$262.50 |  |
| Tues | 12/15/2020 | A Mink | Conference call with K Doyle to discuss presentation of A/P.           | 1.00 | 1.00 | \$525.00 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date       | Employee | Description  | Hrs         | B-Hrs       | Amount            | *   |
|--|------------|----------|--|-------------|-------------|-------------------|---|
| <i><u>Preparation of Monthly Operating Reports</u></i> |            |          |  |             |             |                   |   |
| Wed  | 12/16/2020 | A Mink   | Call with K Doyle, M Karbiner and D Mayer to discuss open items & information still needed for MOR<br>Preparation of Monthly Operating Reports | 1.00        | 1.00        | \$525.00          |    |
| Wed  | 12/16/2020 | A Mink   | Review of next MOR turn<br>Preparation of Monthly Operating Reports  | 1.00        | 1.00        | \$525.00          |    |
| Wed  | 12/16/2020 | A Mink   | Call with K Doyle, D Mayer and M Karbiner and other YF staff to answer open items on MOR November<br>Preparation of Monthly Operating Reports  | 0.30        | 0.30        | \$157.50          |    |
| Thur   | 12/17/2020 | A Mink   | Call with K Doyle and D Mayer to discuss open item on Balance Sheet for MOR<br>Preparation of Monthly Operating Reports                        | 1.00        | 1.00        | \$525.00          |    |
| Fri  | 12/18/2020 | A Mink   | Call to discuss final open items for the MOR with M Karbiner, K Doyle, D Mayer, and B Bermudez.<br>Preparation of Monthly Operating Reports    | 0.90        | 0.90        | \$472.50          |  |
|  |            |          | Call with M Karbiner, K Doyle, D Mayer and B Bermudez to review Final Draft MOR  |             |             |                   |   |
| <b>A Mink Total:</b>                                   |            |          |  | <b>6.50</b> | <b>6.50</b> | <b>\$3,412.50</b> |   |
| <i><u>K Doyle</u></i>                                  |            |          |  |             |             |                   |   |
| Mon  | 12/7/2020  | K Doyle  | Preparation of Monthly Operating Reports   | 0.80        | 0.80        | \$212.00          |  |
| Wed  | 12/9/2020  | K Doyle  | Initial MOR prep call with M Karbiner, A Mink, D Mayer and B Bermudez<br>Preparation of Monthly Operating Reports                              | 0.70        | 0.70        | \$185.50          |  |
| Fri  | 12/11/2020 | K Doyle  | Reviewing schedules provided by Company for MOR information<br>Preparation of Monthly Operating Reports  | 3.60        | 3.60        | \$954.00          |  |
| Sun  | 12/13/2020 | K Doyle  | Updating MOR for November<br>Preparation of Monthly Operating Reports  | 0.80        | 0.80        | \$212.00          |  |
| Mon  | 12/14/2020 | K Doyle  | Updating MOR for November<br>Preparation of Monthly Operating Reports  | 4.60        | 4.60        | \$1,219.00        |  |
| Tues   | 12/15/2020 | K Doyle  | Updating the December MOR & reconciling MOR 1 to the bank statements<br>Preparation of Monthly Operating Reports                               | 4.40        | 4.40        | \$1,166.00        |  |
| Tues   | 12/15/2020 | K Doyle  | Updating the December MOR & reconciling bank statements, reconciliations, and balance sheet<br>Preparation of Monthly Operating Reports        | 0.50        | 0.50        | \$132.50          |  |

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









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- Project ID: YouFit III - BK: to YouFit III - BK:

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date       | Employee | Description   | Hrs  | B-Hrs | Amount     | *   |
|--|------------|----------|---|------|-------|------------|---|
| <i><u>Preparation of Monthly Operating Reports</u></i> |            |          |   |      |       |            |   |
| Tues   | 12/15/2020 | K Doyle  | Conference call with A Mink to discuss presentation of A/P.<br>Preparation of Monthly Operating Reports                                       | 0.50 | 0.50  | \$132.50   |    |
| Tues   | 12/15/2020 | K Doyle  | Call with M Karbiner and David Mayer re MOR draft<br>Preparation of Monthly Operating Reports   | 1.00 | 1.00  | \$265.00   |    |
| Wed  | 12/16/2020 | K Doyle  | Call with A Mink, M Karbiner and D Mayer to discuss open items & information still needed for MOR<br>Preparation of Monthly Operating Reports | 0.30 | 0.30  | \$79.50    |    |
| Wed  | 12/16/2020 | K Doyle  | Call with A Mink and D Mayer to discuss open item on Balance Sheet for MOR<br>Preparation of Monthly Operating Reports                        | 1.00 | 1.00  | \$265.00   |    |
| Wed  | 12/16/2020 | K Doyle  | Call with A Mink, D Mayer and M Karbiner and other YF staff to answer open items on MOR November<br>Preparation of Monthly Operating Reports  | 3.90 | 3.90  | \$1,033.50 |  |
| Thur   | 12/17/2020 | K Doyle  | Updating MOR & supporting schedules<br>Preparation of Monthly Operating Reports   | 1.00 | 1.00  | \$265.00   |  |
| Thur   | 12/17/2020 | K Doyle  | Call to discuss final open items for the MOR with M Karbiner, A Mink, D Mayer, and B Bermudez.<br>Preparation of Monthly Operating Reports    | 2.70 | 2.70  | \$715.50   |  |
| Fri  | 12/18/2020 | K Doyle  | Updating MOR & supporting schedules<br>Preparation of Monthly Operating Reports   | 0.60 | 0.60  | \$159.00   |  |
| Fri  | 12/18/2020 | K Doyle  | Reviewing Global Notes for MOR<br>Preparation of Monthly Operating Reports  | 2.30 | 2.30  | \$609.50   |  |
| Fri  | 12/18/2020 | K Doyle  | Finalizing MOR package<br>Preparation of Monthly Operating Reports  | 0.80 | 0.80  | \$212.00   |  |
| Fri  | 12/18/2020 | K Doyle  | Review final draft of MOR and supporting schedules with M Karbiner<br>Preparation of Monthly Operating Reports                                | 1.20 | 1.20  | \$318.00   |  |
| Fri  | 12/18/2020 | K Doyle  | Updating Balance Sheet for MOR 3<br>Preparation of Monthly Operating Reports  | 0.90 | 0.90  | \$238.50   |  |
| Mon  | 12/21/2020 | K Doyle  | Call with M Karbiner, A Mink, D Mayer and B Bermudez to review Final Draft MOR<br>Preparation of Monthly Operating Reports                    | 4.60 | 4.60  | \$1,219.00 |  |

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**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day   | Date | Employee | Description   | Hrs          | B-Hrs        | Amount            | * |
|---|------|----------|---|--------------|--------------|-------------------|---|
| <i>Preparation of Monthly Operating Reports</i> |      |          |   |              |              |                   |   |
|   |      |          | Updating and preparing the final MOR package including creating supporting schedule for MOR 1 disbursements |              |              |                   |   |
| <b>K Dogle Total:</b>                           |      |          |   | <b>36.20</b> | <b>36.20</b> | <b>\$9,593.00</b> |   |

*M Karbiner*

|      |            |            |  |      |      |          |   |
|------|------------|------------|--|------|------|----------|---|
| Mon  | 12/7/2020  | M Karbiner | Preparation of Monthly Operating Reports   | 0.80 | 0.80 | \$396.00 |    |
|      |            |            | Initial MOR prep call with K Doyle, A Mink, D Mayer and B Bermudez                             |      |      |          |   |
| Wed  | 12/9/2020  | M Karbiner | Preparation of Monthly Operating Reports   | 0.40 | 0.40 | \$198.00 |    |
|      |            |            | Review draft MOR1 from D Mayer   |      |      |          |   |
| Thur | 12/10/2020 | M Karbiner | Preparation of Monthly Operating Reports   | 0.30 | 0.30 | \$148.50 |    |
|      |            |            | Review/comment draft MOR5 from D Mayer   |      |      |          |   |
| Fri  | 12/11/2020 | M Karbiner | Preparation of Monthly Operating Reports   | 0.50 | 0.50 | \$247.50 |  |
|      |            |            | Review bank statements for MOR   |      |      |          |   |
| Mon  | 12/14/2020 | M Karbiner | Preparation of Monthly Operating Reports   | 1.80 | 1.80 | \$891.00 |  |
|      |            |            | Review/comment Nov MOR   |      |      |          |   |
| Tues | 12/15/2020 | M Karbiner | Preparation of Monthly Operating Reports   | 0.50 | 0.50 | \$247.50 |  |
|      |            |            | Call with K Doyle and D Mayer re MOR draft   |      |      |          |   |
| Tues | 12/15/2020 | M Karbiner | Preparation of Monthly Operating Reports   | 1.00 | 1.00 | \$495.00 |  |
|      |            |            | Call with A Mink, K Doyle and D Mayer to discuss open items & information still needed for MOR |      |      |          |   |
| Tues | 12/15/2020 | M Karbiner | Preparation of Monthly Operating Reports   | 1.60 | 1.60 | \$792.00 |  |
|      |            |            | Review/comment of Nov MOR  |      |      |          |   |
| Wed  | 12/16/2020 | M Karbiner | Preparation of Monthly Operating Reports   | 1.00 | 1.00 | \$495.00 |  |
|      |            |            | Call with A Mink, D Mayer and K Doyle and other YF staff to answer open items on MOR November  |      |      |          |   |
| Wed  | 12/16/2020 | M Karbiner | Preparation of Monthly Operating Reports   | 1.50 | 1.50 | \$742.50 |  |
|      |            |            | Review/comment of Nov MOR  |      |      |          |   |
| Thur | 12/17/2020 | M Karbiner | Preparation of Monthly Operating Reports   | 1.00 | 1.00 | \$495.00 |  |
|      |            |            | Call to discuss final open items for the MOR with K Doyle, A Mink, D Mayer, and B Bermudez.    |      |      |          |   |
| Thur | 12/17/2020 | M Karbiner | Preparation of Monthly Operating Reports   | 1.40 | 1.40 | \$693.00 |  |
|      |            |            | Review/comment of Nov MOR  |      |      |          |   |
| Fri  | 12/18/2020 | M Karbiner | Preparation of Monthly Operating Reports   | 1.10 | 1.10 | \$544.50 |  |
|      |            |            | Review/comment of Nov MOR and Global Notes   |      |      |          |   |
| Fri  | 12/18/2020 | M Karbiner | Preparation of Monthly Operating Reports   | 0.80 | 0.80 | \$396.00 |  |

**Phoenix Management**

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## Filters Used:

- Time Entry Date: 11/30/2020 to 12/31/2020
- Project ID: YouFit III - BK: to YouFit III - BK:

\* = Invoiced (mouse over for #), = Marked as Billed, = Non-Billable, \* = Xtra

**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day  | Date       | Employee  | Description   | Hrs   | B-Hrs | Amount      | * |
|--|------------|-----------|---|-------|-------|-------------|---|
| <b><u>Preparation of Monthly Operating Reports</u></b> |            |           |   |       |       |             |   |
| Fri  | 12/18/2020 | M Karbner | Review final draft of MOR and supporting schedules with K Doyle<br>Preparation of Monthly Operating Reports             | 0.90  | 0.90  | \$445.50    |   |
| Mon  | 12/21/2020 | M Karbner | Call with K Doyle, A Mink, D Mayer and B Bermudez to review Final Draft MOR<br>Preparation of Monthly Operating Reports | 2.40  | 2.40  | \$1,188.00  |   |
| Tues   | 12/22/2020 | M Karbner | Review/comment of Final Nov MOR for UST<br>Preparation of Monthly Operating Reports                                     | 0.20  | 0.20  | \$99.00     |   |
| Mon  | 12/28/2020 | M Karbner | Communication with N Ballen re Nov MOR<br>Preparation of Monthly Operating Reports                                      | 0.20  | 0.20  | \$99.00     |   |
|  |            |           | Review/comment of adjustment to Nov MOR disbursement schedule for UST   |       |       |             |   |
| M Karbner Total:                                       |            |           |   | 17.40 | 17.40 | \$8,613.00  |   |
| Preparation of Monthly Operating Reports Total:        |            |           |   | 60.10 | 60.10 | \$21,618.50 |   |

**Sale of Assets****M Karbner**

|      |            |           |   |      |      |          |  |
|------|------------|-----------|---|------|------|----------|--|
| Tues | 12/8/2020  | M Karbner | Sale of Assets  | 0.60 | 0.60 | \$297.00 |  |
| Thur | 12/10/2020 | M Karbner | Review/comment Planet Fitness bid<br>Sale of Assets   | 0.30 | 0.30 | \$148.50 |  |
| Thur | 12/10/2020 | M Karbner | Review/comment/send Member data to Teri Kendall<br>Sale of Assets                           | 0.40 | 0.40 | \$198.00 |  |
| Mon  | 12/14/2020 | M Karbner | Communicate with T. Kendall re Membership data for interested buyers<br>Sale of Assets      | 0.60 | 0.60 | \$297.00 |  |
| Mon  | 12/14/2020 | M Karbner | Review/comment info for TriArtisan due diligence<br>Sale of Assets                          | 0.20 | 0.20 | \$99.00  |  |
| Tues | 12/15/2020 | M Karbner | Review/comment Gen 3 results and New Model Gen 3 Proj. info for data room<br>Sale of Assets | 0.50 | 0.50 | \$247.50 |  |
| Tues | 12/15/2020 | M Karbner | Call with R Gayle re: IB request for additional bidder deliverables<br>Sale of Assets       | 0.40 | 0.40 | \$198.00 |  |
|      |            |           | Review/comment of info for TriArtisan due diligence   |      |      |          |  |



**Phoenix Management**

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## Filters Used:

- Time Entry Date: 11/30/2020 to 12/31/2020
- Project ID: YouFit III - BK: to YouFit III - BK:

\*  = Invoiced (mouse over for #),  = Marked as Billed,  = Non-Billable, \* = Xtra


**Project ID - Name (Manager): YouFit III - BK: - YouFit III - BK (Brian Gleason)**

| Day | Date | Employee | Description | Hrs | B-Hrs | Amount | * |
|-----|------|----------|-------------|-----|-------|--------|---|
|-----|------|----------|-------------|-----|-------|--------|---|

Sale of Assets

|                   |      |      |            |
|-------------------|------|------|------------|
| M Karbiner Total: | 3.00 | 3.00 | \$1,485.00 |
|-------------------|------|------|------------|

Rodney Gayle

|      |            |              |  |      |      |          |   |
|------|------------|--------------|--|------|------|----------|---|
| Tues | 12/15/2020 | Rodney Gayle | Sale of Assets   | 0.50 | 0.50 | \$262.50 |  |
|      |            |              | Call with M Karbiner re: IB request for additional bidder deliverables |      |      |          |   |

|                     |      |      |          |
|---------------------|------|------|----------|
| Rodney Gayle Total: | 0.50 | 0.50 | \$262.50 |
|---------------------|------|------|----------|

|                       |      |      |            |
|-----------------------|------|------|------------|
| Sale of Assets Total: | 3.50 | 3.50 | \$1,747.50 |
|-----------------------|------|------|------------|

|                                 |        |        |              |
|---------------------------------|--------|--------|--------------|
| Project YouFit III - BK: Total: | 899.20 | 899.20 | \$381,748.00 |
|---------------------------------|--------|--------|--------------|

|              |        |        |              |
|--------------|--------|--------|--------------|
| Grand Total: | 899.20 | 899.20 | \$381,748.00 |
|--------------|--------|--------|--------------|

**Phoenix Management**

Expenses By Item

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## Filters Used:

- Expense Log Date: 11/30/2020 to 12/31/2020
- Expense Log Project ID: YouFit III - BK: to YouFit III - BK:

| Date                     | Employee ID  | Project ID       | Units | Amount          | Memo  |
|--------------------------|--------------|------------------|-------|-----------------|---|
| <b>Legal: - Legal</b>    |              |                  |       |                 |   |
| 12/1/2020                | A Mink       | YouFit III - BK: | 1.00  | \$33.00         | Court Call  |
| 12/8/2020                | Rodney Gayle | YouFit III - BK: | 1.00  | \$22.50         | Court Call - Day 2 Motions hearing  |
| 12/14/2020               | M Karbiner   | YouFit III - BK: | 1.00  | \$27.75         | CourtCall for hearing - 11/24/2020 not previously billed                  |
| 12/14/2020               | M Karbiner   | YouFit III - BK: | 1.00  | \$48.75         | CourtCall for hearing - 11/12/2020 not previously billed                  |
| 12/14/2020               | M Karbiner   | YouFit III - BK: | 1.00  | \$22.50         | CourtCall for hearing - 12/08/20 not previously billed                    |
| 12/14/2020               | K Landis     | YouFit III - BK: | 1.00  | \$27.75         | YouFit Health Clubs's Virtual Hearing call 11/23/20 not previously billed |
| <b>Legal: Sub-Total:</b> |              |                  |       | <b>\$182.25</b> |   |
| <b>Grand Total:</b>      |              |                  |       | <b>\$182.25</b> |   |

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

YOUFIT HEALTH CLUBS, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 20-12841 (MFW)

(Jointly Administered)

**Objection Deadline: January XX, 2021 at 4:00 p.m.**  
(prevailing Eastern Time)

**Hearing Date: To be determined if any objection is filed**

**NOTICE OF FEE STATEMENT**

**PLEASE TAKE NOTICE** that Phoenix Executive Services, LLC (“Phoenix”), professional for the debtor and debtor in possession in the above-captioned bankruptcy case (the “Debtor”), has filed the *Second Monthly Fee Statement of Phoenix Executive Services, LLC, Providing a Chief Restructuring Officer and Certain Additional Personnel to the Debtors and for Compensation for Services Rendered and Reimbursement of Expenses Incurred From the Period of November 30, 2020 Through December 31, 2020* (the “Fee Statement”).

**PLEASE TAKE FURTHER NOTICE** that any responses or objections to the Fee Statement must be served in accordance with the *Order (I) Authorizing the Debtors to Employ and Retain Phoenix Executive Services, LLC to Provide the Debtors with a Chief Restructuring Officer and Additional Personnel and (II) Designating Brian Gleason as the Debtors’ Chief Restructuring Officer, Nunc Pro Tunc to the Petition Date* [Docket No. 195] (the “Retention Order”) so as to be received by undersigned counsel on or before **January XX, 2021 at 4:00 p.m. (prevailing**

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<sup>1</sup> The last four digits of YouFit Health Clubs, LLC’s tax identification number are 6607. Due to the large number of debtor entities in these chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the claims and noticing agent at [www.donlinrecano.com/yfhc](http://www.donlinrecano.com/yfhc). The mailing address for the debtor entities for purposes of these chapter 11 cases is: 1350 E. Newport Center Dr., Suite 110, Deerfield Beach, FL 33442.

**Eastern Time**) (the “Objection Deadline”).

**PLEASE TAKE FURTHER NOTICE** that if any responses or objections to the Fee Statement are timely received, a hearing on the Fee Statement may be held at a date and time convenient to the Bankruptcy Court. Only those objections made in writing and timely received in accordance with the Retention Order and the procedures set forth herein will be considered by the Bankruptcy Court at such hearing.

**IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE APPLICATION WILL BE DEEMED APPROVED AND THE APPLICANT WILL BE ENTITLED TO PAYMENT OF ITS REQUESTED FEES WITHOUT FURTHER NOTICE OR HEARING.**

Dated: January XX, 2021

**GREENBERG TRAURIG, LLP**

/s/ Draft

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-and-

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*Counsel for the Debtors and Debtors in Possession*